

J. R. R. Tolkien's

THE LORD OF THE RINGS

Screenplay by

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INT. BOOKLINED STUDY DAY

A small room, cluttered with books. Thin sunshine plays on the desk where an elderly man is bent over his writing. He turns slowly as though disturbed and peers across his spectacles at the intruding camera - J. R. R. Tolkien.

EXT. MODEL OF MIDDLE-EARTH AND AN NIGHT / DAY
AMALGAM OF LOCATIONS

Titles begin:

"THE LORD OF THE RINGS"

Moving away from the incandescent furnace of boiling lava in the volcanic crater of Mount Doom. Sulphurous fumes rise into a luminous night sky.

Back further to show a barren broken terrain with angry fortifications carved out of living rock. It is the land of Mordor, the domain of SAURON. Surrounding it all like a barrier reef is a wall of towering height and endless length, Sometimes with battlements, sometimes linking natural rock formations so that it seems to grow out of the desolate boulder-strewn land itself.

Music - heroic, yet melancholic. A feeling of nostalgia for the now lost world of Middle-earth with its legends and sagas, songs and stories. Out of the music emerges a chorus chanting a lament. The voices belong to children and old men:

Three Rings for the Elven Kings under the sky,
Seven for the Dwarf-Lords in their halls of stone,
Nine for the Mortal Men doomed to die,
One for the Dark Lord on his dark throne,
In the Land of Mordor where the Shadows lie.

One Ring to rule them all, One Ring to find them,
One Ring to bring them all and in the darkness bind
them,

In the Land of Mordor where the Shadows lie!

Titles continue.

The Land of Mordor is lit by lightning streaking the sky. Dominating the desolate plain between Mount Doom and the Great Wall is a monolithic tower that stretches upwards, rivalling the mountain itself. Above this Tower of SAURON, the outline of an Eye appears, turning its penetrating gaze across the landscape.

Retreating from Mordor, over the wall, as the Evil Eye fades away, across an empty plain - the Pelennor Fields - and on to the Fortress City of Minas Tirith in the land of Gondor. Watchful sentries patrol the battlements. Flares burn on its outer walls.

Minas Tirith is strong and arrogant, but human. It is bruised from long years of war. It is a fine city that has gradually turned itself into a stockade, sacrificing everything to survival. It stares defiantly across the plain at its enemy, Mordor.

'One Ring to rule them all, One Ring to
find them.'

Moving further and further away from the two lands of Mordor and Gondor and across the snowy peaks of the Misty Mountains, until a blizzard extinguishes the view. Down the other side of the mountain range, into mellow country. Over the top of the mysterious Forest of Fangorn and down into its tangled, twisted depths; and emerging by the Dangerous Rapids, climbing high again, above the silver thread of the Great River, catching a glimpse of THEODEN's Castle; and over other castles and kingdoms having strange and convoluted shapes, built with arts long forgotten; over vast empty plains of grass, over marshes and deserts and canyons, to the Gardens and Palace of Rivendell, the home of ELROND and the HIGH ELVES. The Palace is lit by shafts of dawn sunshine that pierce its crystal walls and translucent roofs so that its very substance is light itself.

'One Ring to bring them all, and in the darkness
bind them.'

The Sun rises to its meridian over the whole land of Middle-earth and then falls away to the West, and dips behind the soft verdant hills of the Shire. The journey across Middle-earth is at an end and we finally come to rest looking down into the cosy valley of the Shire. A road and a waterfall wind down through it.

Titles end.

It is late afternoon. Lights are twinkling in the cottages of the HOBBITS. Seen from high up, the Shire is a patchwork of neat fields and well-tended gardens. One house is a little bigger than most and much more boldly lit. Brightly-coloured lanterns sway from the trees in its garden, where a party is gathered. The sound of applause, then a voice, very distant ...

VOICE

My dear, dear friends,
Hobbits of the Shire ...

EXT. BILBO'S COURTYARD EVENING

A mellow walled and cobbled yard abutting to BILBO's cottage. It is something between a kitchen garden, a farmyard and the cloister of a medieval monastery. Arches in the wall let out on to a vegetable patch, an orchard, flower beds, grazing animals. Hanging in the surrounding trees are lanterns and jars of fireflies.

The area is teeming with HOBBITS - a small, plump, jolly folk - done up in their Sunday best. They sit at long tables piled high with food. It is a rustic, Breughel-like atmosphere with a touch of Arcadia. At the head of the top table an old Hobbit, BILBO, is standing, making a speech.

Exaggerated applause greets his unexceptional opening remarks and he is obliged to repeat them, holding up his hands for silence, as over-excited HOBBITS cheer, clap and fall off their seats. There is a note of teasing irony in their behaviour.

BILBO

... Hobbits of the Shire. My dear People.
The Bagginses, and the Boffins. The Tookes
and the Brandybucks, the Grubbs and the
Chubbs, the Goodbodies and the Proudfoots ...

A HOBBIT jumps up and shouts:

HOBBIT

Proudfeet!

More cheers and laughter.

BILBO

(proudly)

Today is my one hundred and eleventh
birthday. Today I'm Eleventy-One!

Deafening cheers.. Fists pound on tables.

HOBBITS

Eleventy-one, let's have fun!
Eleventy-one, let's have fun.

BILBO quietens them.

BILBO (rather pompous)

Every year I make my little speech, but this
time I have something to say ... er ...
something important to say ...

But he doesn't finish the sentence. There is a sudden glow of light over the yard. And then a crackling sound, followed by a bang. All heads swing upwards in the same direction. Against the violet evening sky, a red firework explodes in a design depicting the gothic letter G.

HOBBITS

It's Gandalf! Gandalf the Grey!
Gandalf is here!

Great excitement, particularly among the younger HOBBITS. All look for GANDALF in the direction of the rocket, but a fire cracker detonates behind their backs. They start to turn around.

Next to BILBO is a cloud of blue smoke from the fire-cracker. It clears to reveal a towering figure in a long grey cloak. He wears a thin white beard and his eyes blaze under bushy eyebrows. He looks rather frightening, but the HOBBITS, far from being intimidated, laugh and squeal with pleasure. GANDALF bows politely to BILBO, the only Hobbit who seems discomfited by GANDALF's presence.

GANDALF

Don't let me interrupt you, Bilbo Baggins.
You were about to say something important.

The HOBBITS laugh. They obviously don't believe BILBO has anything startling to say and that if he did, he would not spoil the fun by saying it at a party.

GANDALF leans down and whispers in BILBO's ear.

GANDALF (hissing)

Say it now and get it over with!

BILBO clears his throat nervously and looks about uncomfortably.

BILBO

I am sorry to say, I have to leave you. I am going away for a bit ... in fact (he glances at GANDALF and forces out the words) ... for good.

The HOBBITS fall silent, stunned by the news. Then some cries of 'No' and 'Shame'. BILBO looks at them with a silly, apologetic smile.

BILBO

I leave everything to my dear nephew,
Frodo.

FRODO, a young HOBBIT, is walking across the yard carrying a birthday cake with 111 candles burning on it. He looks embarrassed at the mention of his name and sets the cake down clumsily on the table.

BILBO

You see, being Eleventy-one, the time
has come . . .

The HOBBITS are dismayed. More objections are shouted out. But GANDALF mimics and parodies BILBO's accidental rhyme.

GANDALF

Eleventy-one
Your time has come.

Some of the HOBBITS laugh but there is a sinister threatening undertone which is very disturbing. A counter-chant springs up spontaneously.

HOBBITS

Bilbo Baggins is Eleventy-one
The fun has only just begun.

The objections grow, HOBBITS beat on the tables with knives and forks, repeating the chant. They recover their good spirits. BILBO is very moved by their show of affection for him. He smiles sadly and his eyes fill with tears. He throws an angry look at GANDALF who stands by his side, unrelenting and implacable.

BILBO

I am touched . . . dear friends . . . perhaps a
few days longer . . . why be hasty?

They cheer. GANDALF shakes his head sternly, but BILBO looks back defiantly.

BILBO

I will! I will stay a little longer . . .
a few months . . . even a year . . . or two . . .

BILBO is encouraged by the support from the audience, but still keeps a wary eye on GANDALF, who stalks over to the wall and throws a lighted taper up into the trees overhanging the yard.

A display of fireworks erupts into life: whirling rings of fire, and flashing eyes. The HOBBITS look up in wonder, but BILBO is frightened. Then an eye larger than the others lights up, and from it suddenly bursts out a flare in the shape of a paw clawing over the yard. BILBO looks anxiously at GANDALF, who wags a warning finger at him.

Then GANDALF tosses a firecracker over his shoulder. He speaks, but no words can be heard over the deafening explosion. But BILBO reads his lips clearly as GANDALF mouths the words 'The ring.'

BILBO looks uneasy. As the fireworks erupt and crackle, GANDALF comes over to him. He takes the hand of a HOBBIT LADY and does a conjuring trick, removing her ring and producing it from his ear. She shrieks with pleasure.

LADY HOBBIT

The Ring! The Ring!

BILBO is even more discomfited. He looks about him, wild-eyed, for some means of escape from GANDALF's hints and promptings. He signals to the little band and they start to play; strange, wild dance music. One instrument is a mixture of bagpipes and saxophone, another something between a fiddle and a ukelele. The HOBBITS immediately start dancing with joyful abandon. BILBO joins them, escaping GANDALF's censorious gaze.

The HOBBITS whirl and bob and kick and clap in the rich patterns of their dance. They dance in pairs but constantly change partners. BILBO is flushed and happy, but suddenly he sweeps around and he finds himself caught in GANDALF's arms, who leads him in a giddy twisting dance. He looks deep into BILBO's eyes and everything else becomes excluded, a confused whirl of colour, a blur of trees, lanterns, stars.

BILBO (apologetically)

I so much want to stay, but I know it's
time to go. Curse all magic rings.

These words fall spontaneously into the rhythm of the music.

GANDALF

Give it up then, before it gnaws you all away.

BILBO

It gave me long life, but it hasn't been
longer really - just drawn out. I feel thin,
like butter that's been spread over too much
bread.

GANDALF

And if you stay, you'll start to fade and fade and fade away . Eke out your years with the Elves, dear Bilbo. Time is steady there; it will not stretch you as it does here.

BILBO

I will, I will, I'll go.

The world grows suddenly dark and BILBO looks alarmed; the music fades then stops; as though just deciding to leave was enough to whisk him away from the Shire.

EXT. VEGETABLE & FLOWER GARDEN NIGHT
BEYOND BILBO'S YARD

They have halted abruptly and BILBO finds that GANDALF has merely spun him into his own back garden and they are standing amid the cauliflowers.

Through an arch, the dancers can be glimpsed applauding the musicians, and preparing for the next jig.

GANDALF

And the Ring?

BILBO (resigned, but not completely)

Very well, I'll give it to Frodo.

GANDALF

Where is it?

BILBO (bumbling)

Um ... I'm not sure ... I put it down somewhere.

GANDALF

In your pocket.

BILBO pats his pocket and fishes it out sheepishly.

BILBO

Well, so it is.

GANDALF takes off his hat and holds it out, not wanting to handle it himself.

GANDALF

Put it in there, I'll give it to Frodo.

BILBO (angry, blustering)

Now that it comes to it, I don't like parting with it at all.

GANDALF bristles and he looks menacingly at BILBO. He crumples under the WIZARD's gaze and drops the Ring in the hat. Then he smiles at GANDALF.

BILBO

Well. It's done ... what a relief.

He is suddenly light-headed, a great burden lifted from him. He looks around the garden with a fond last look, then through the archway at the revellers. He sees FRODO dancing shyly with a buxom HOBBIT MAIDEN.

BILBO

Poor Frodo. Watch over him, Gandalf.

And with that, BILBO skips over to the garden gate and opens it. He turns back to Gandalf.

BILBO

What fun to be off again on the open road.

A winding path runs away from the gate.

GANDALF

Goodbye for the present, dear Bilbo. Take care of yourself.

BILBO (crazily)

Goodbye, Gandalf.

BILBO trips away, down the winding path, and starts to sing.

BILBO

The Road goes ever on and on,
Down from the door where it began.
And on and on and on and on ...

His voice fades off and the path meanders away to join the road which winds through the valley. Or is it a river?

EXT. COURTYARD NIGHT

The party is over, only the sad debris of a banquet remains. FRODO is bidding goodbye to his young friends, SAM MERRY, and PIPPIN. SAM has his arm around a pretty HOBBIT GIRL whose sleepy head rests on his shoulder. They are all smoking pipes, from which huge clouds of smoke rise up. They stagger off erratically.

FRODO falls back into his chair and slumps on the table, asleep. A goose, pecking at scraps of food, suddenly arches its neck, hissing. It turns this way and then that, trying to face an unseen enemy. FRODO jerks awake and sits upright.

Behind him in the trees it is just possible to discern the outline of a horse and rider, and - hidden by the leaves - its blind skull-like face, still and watchful.

FRODO shudders, and gets up. He glances about him anxiously, but sees nothing. He starts towards BILBO's cottage.

INT. BILBO'S COTTAGE NIGHT

GANDALF is dozing by the open-hearth fire at the centre of the room. The flickering light shows a comfortable room cluttered with the mementoes of a traveller.

FRODO walks in, red-eyed, and GANDALF awakens, looking up.

Where is Bilbo? FRODO

I think he preferred to slip off quietly.
Much the best way. He left this for you.

GANDALF points to the ring, lying on the ledge of the hearth. FRODO sits opposite GANDALF and between them is the Ring. The glowing fire casts a warm, mysterious light.

He's really gone, then. The Ring, has he left me that . . . I wonder why? FRODO

What do you know GANDALF (off-handedly) about the Ring?

FRODO

I know it was precious to Bilbo - he found it on his adventures with the dwarves. It is magic? It makes you disappear when you put it on, doesn't it?

GANDALF

Amongst other things. It's yours. Take it.

GANDALF pretends to doze off again but he opens an anxious eye surreptitiously as FRODO's hand stretches out to the Ring. FRODO catches him watching, and is suddenly reluctant and suspicious; but he picks it up and examines it curiously.

GANDALF

Put it on. Try it.

FRODO becomes excited, but also afraid. He tries to put it on, compulsively, repeatedly ...but he cannot.

He is like a child who thrusts his hand at a flame, to dare himself, and then withdraws it. GANDALF becomes alarmed as FRODO becomes more and more worked up. He tries to stop FRODO, but FRODO pushes away his hand. For a moment there is a confusion of hands. The Ring falls on to the ledge. A trance-like look comes into FRODO's eye.

FRODO

One ... to rule ... them ... In the Land of Mordor ... where the Shadows lie.

GANDALF (shocked)

Who taught you this?

FRODO shakes his head, the spell broken.

FRODO

I ... it just came out.

FRODO looks at the Ring with a shudder of disgust and thrusts it at GANDALF.

FRODO

Here, I don't want it. You have it.

GANDALF shrinks back into his chair.

GANDALF

No! Don't tempt me! Power should not be matched with Power.

GANDALF tries to rise as if to make a grand speech, but he sinks back into his seat. In the hearth, the flames quiver and leap. Through the heat haze GANDALF's face distorts. With his index finger he lectures FRODO. He speaks in a low, intense voice.

GANDALF

I am a powerful Wizard. And over me the Power of the Ring would gain a Power still greater. And more deadly.

For a moment it seems that GANDALF, carried away by his intensity, is going to poke his index finger through the Ring, or that FRODO will slip it on GANDALF's finger. But at the last moment he clenches his hand into a fist.

FRODO

If it would do that to you, what would it do to me? What did it do to Bilbo?

GANDALF

It is only safe with someone simple, like a Hobbit. Like Bilbo.

FRODO (stung)

Like me!

GANDALF (softer, quieter)

Goodness and innocence and pity are the only proof against its power.

The door swings open. GANDALF and FRODO start. SAM and PIPPIN burst in, followed by MERRY. SAM and PIPPIN are out of breath, unable to talk. MERRY, the fat Hobbit, panting desperately, forces the words out of himself in waves of breath.

MERRY

A dark shape ... a black horse ... a face without ... eyes.

FRODO (quietly)

My dream! I just awoke from that dream.

GANDALF jumps to his feet.

Black Riders! GANDALF (half to himself)

They look at him anxiously but GANDALF conceals his concern and smiles at them benignly.

GANDALF
Nothing to worry about. Some evil things are abroad. A shadow is passing over the Shire, it may be as well for you to go away for a while until it passes.

FRODO looks unsure. He glances at his friends.

GANDALF
Take Sam and Merry and Pippin. You've come into your inheritance today. Celebrate. Take a holiday. Visit Rivendell.

The HOBBITS' faces light up. PIPPIN, the skinny Hobbit, jumps for joy.

PIPPIN
Hooray, to the Elves!

They break into excited chatter. GANDALF looks out of the window, searching the yard. A new day is dawning. The HOBBITS scuttle out of the door.

FRODO
Goodbye, Gandalf!

GANDALF smiles.

GANDALF
You forgot the Ring.

FRODO runs back and grabs it, forgetting his earlier doubts. He puts the chain about his neck. He shudders for a moment as the Ring slips down to his chest.

GANDALF
And remember, don't put it on - unless you have to.

FRODO smiles and is gone.

GANDALF watches him go with an expression of infinite sadness.

EXT. VALLEY OF THE SHIRE EARLY MORNING

The Shire lies below, and hills rise all around it. BILBO's cottage is just visible. In the foreground, the waterfall. Next to it, the road; and the four HOBBITS toiling up it, light packs on their backs. As they pass, a BLACK RIDER appears on a hill-top, in the far distance, just picked out against the sky. He looks down at the Shire below, and the HOBBITS do not see him.

BILBO's song 'The Road Goes ever On and On' has begun, and his voice is heard singing. But as FRODO gets closer, we see that he is singing too and gradually his voice takes over from BILBO's. The song continues through the first stage of their journey.

The Road goes ever on and on,
 Away from the door where it began,
 Hearth and home are gone, are gone,
 And I must follow, if I can.

SAM, MERRY and PIPPIN are the chorus.

Hill and water under sky
 Pass them by, pass them by.

The road continues through a pastoral landscape in the full flush of Spring. The road winds and twists endlessly into the distance, and lanes and paths run down to meet it.

The HOBBITS recede along it, in jaunty mood, singing away, happy to be starting a holiday on this fine morning.

EXT. COUNTRYSIDE IN SPRING (VARIOUS) DAY

Their path crosses the brow of a hill and they come upon an orchard full of apple blossom. They skip through it, and the wind swirls the white petals around them like a snow-storm.

The Road goes ever on and on,
 Away from the door where it began,
 The ones who walked before are gone,
 Hobbit, Elf, Dwarf and Man.

Apple and thorn, nut and sloe,
 Let them go, let them go.

A path leads them out of the swirling petals into a field covered with mushrooms. The HOBBITS are delighted. They set to, picking and eating them as fast as they can. They begin to laugh and giggle, becoming

rather unsteady on their feet. They lurch on their way with contented smiles on their faces. The world looks a little misty, different.

Suddenly they are in a field of buttercups. Naked children run and play among the golden flowers. The HOBBITS blink and grin and MERRY belches.

They run over a hill and into a flock of sheep, which opens up to let them through and closes behind them again.

Now they are in a vast ploughed field. And there are perhaps fifty scarecrows, very nasty faces and scraggy arms fluttering in the wind. They hurry on, somewhat sobered.

The Road goes ever on and on,
Where will it lead? on and on,
A shadow falls across our way
We must go on, we cannot stay.

Trees and flower and leaf and grass,
Let them pass, let them pass.

EXT. HAY FIELD DAY

The four HOBBITS walk through long grass, just their heads showing, like marbles rolling on a carpet. Their song comes to an end.

Suddenly, the tall grass stops, and the HOBBITS are confronted with a line of BIG PEOPLE cutting the grass with scythes. Startled, the HOBBITS scuttle back. One of the men catches a glimpse of a small being jumping back into the grass. He blinks and wipes his brow, then turns to the MAN next to him.

MAN

It must be the heat, or did I see a Halfling?

SECOND MAN

Halfling! Where? There's a reward if you catch one of them.

The TWO MEN look about them, then resume working. SAM, MERRY and PIPPIN scurry away, breaking out of the long grass further down, and hiding behind a haystack. FRODO lags behind, a mischievous smirk on his face. He jumps over one of the scythe-blades and struts up and down among the MEN, singing.

FRODO

Oh, I'm a Hobbit of the Shire
Am I the Halfling you desire?

FRODO has the Ring in his hand. The MEN are startled, then nasty looks cross their faces. They close in on him, ready to jump.

FRODO

Oh reapers of the hay
Oh reapers of dismay.

At that he leaps into the air, doing a somersault. He puts on the ring and vanishes in midair.

The REAPERS are truly dismayed.

A cowpie suddenly splatters, struck by an invisible foot. FRODO materialises behind the haystack, holding the Ring in his hand. SAM, MERRY and PIPPIN are still more amazed and dismayed than the reapers. FRODO's head is reeling, as if he has touched on an experience he does not understand. He has a guilty, sheepish look on his face.

FRODO

It just got itself to slip itself on.

SAM

While you, Master Frodo, stuck your foot
in it.

In the background, the REAPERS scratch their heads and argue.

The HOBBITS hurry away, towards the winding road.

EXT. HIGH OPEN COUNTRYSIDE AND LANE DAY

A dusty lane crosses the brow of a hill and the four HOBBITS trudge across it. The shadow of a cloud scurries over the sunlit fields.

In the distance, the HOBBITS see a flurry of dust coming towards them. They hurry off the lane, and push through the hedge like rabbits. A RIDER thunders towards them. They keep their heads well down and peer through the hedgerow flowers where bees and butterflies suck and flutter. The RIDER slows down as he approaches, looking from side to side. But they see him very indistinctly; the bees and thorns and flowers and butterflies remain sharply focused while the RIDER is a wispy, black shape beyond. The black shape snuffles, searching like a bloodhound. FRODO looks very tense and flushed. He raises his hand to where the Ring hangs at his chest. He touches it, fondles it.

A bee sucking at a Dog Rose, next to it, FRODO's hand appears, the Ring poised over his finger. An effort of will shows on his face and he draws the Ring away. The BLACK RIDER gallops off. The HOBBITS show relief and start off again on their journey, but now keeping cautiously to the fields.

EXT. BY A STREAM EVENING

A mossy bank by a stream; in the far background, a rough-thatched cottage nestles into trees. The HOBBITS have made a fire, cooked and eaten. SAM is tidying up his pans. PIPPIN is lying down by the water, idly trying to tickle trout. FRODO and MERRY are stretched out in post-prandial contentment.

A few belches.

MERRY

That's better. I feel more like a Hobbit again.

PIPPIN

What did you feel like before?

MERRY

Well ... like a ... well, less like a Hobbit.

They all laugh at poor MERRY, but they know what he means.

FRODO

I don't know if this is a holiday or hard work.

SAM

We've come so far so fast, I think our Hobbit-sense got left behind. We squeezed a Shire month into a day.

MERRY

And my pack's too heavy.

Then PIPPIN answers fat MERRY's complaint.

PIPPIN

You'll feel the weight less, Merry, when you've walked off some of your own.

MERRY

Where is Rivendell, then? Tell me that, one of you.

PIPPIN

Some say it's here, some say it's there.

MERRY

Does it move around, then? Why doesn't it stay in one place? Elfs are very Elfish.

SAM

Never mind Rivendell, where are we? That's what I'd like to know!

MERRY

Well, I go no further tonight, for one.

There is tacit agreement. SAM stands up and unrolls his bed blanket, looking out at the setting sun.

SAM

When the sun's in the West,
rest is best.

MERRY

When the sun's in the East,
start the feast.

MERRY mimes eating an enormous breakfast.

SAM prepares FRODO's bed. FRODO is pensive, then something makes him shudder - a thought or an intuition.

FRODO

Those Black Riders - it's funny - when they've gone, it feels like they were never here, and when they're here it feels like they'll never leave, and when they do go you can't remember what they looked like.

FRODO looks around nervously. The dell has fallen into twilight.

SAM

Master, if you think about them too much they'll never leave you. Think about ... let's see ... Gandalf's fireworks!

PIPPIN

You can see them if you close your eyes.

They all follow PIPPIN's example and squeeze their eyes closed, and now they all sit, grinning and sighing. In a gentle reverie of remembered pleasure, the HOBBITS are far away in their beloved Shire again.

This is rudely interrupted by the chilling sound of geese screaming. Their eyes open and they look around. A gust of wind swirls about them. The geese shriek and a donkey in a nearby field begins to bray. Quickly the HOBBITS gather up their belongings.

FRODO

It's a Black Rider! I can feel it.

SAM picks up a stout stick and surveys the perimeter of their camp. Suddenly a flock of frightened crows go cawing overhead. The braying donkey appears and crashes through their camp. Panic seizes the HOBBITS.

MERRY

Come on!

PIPPIN

Where?

MERRY

Anywhere!

And off he runs with the others at his heels, and soon they are in full flight past the little farmyard. In the yard a dog howls and across their stumbling path appears a black cat, hissing, its shackles high. They run blindly on, caught by the terror at their heels, crying out themselves.

EXT. FIELD NIGHT

Over a moonlit ploughed field, panic-stricken, the four HOBBITS fall and stumble. Horses and sheep run amok, birds scatter from the trees, and the earth itself begins to resound with the beat of hooves. FRODO trips and falls to his knees, but SAM and PIPPIN drag him to his feet. Ahead is a dark menacing forest.

EXT. FOREST NIGHT

They plunge into its thickets not daring to look back as the hooves beat closer. But the wood seems to open to let them pass, then close behind them, as they zig-zag through branches and brambles. They risk a glance back and see the dark form of the BLACK RIDER enmeshed in the dense undergrowth, and the flash of a great scimitar cutting a way through. But the branches seem to fight back, thrashing at the horse.

The HOBBITS run on, getting further and further away from the RIDER. They keep running deep into the forest until they can run no more. They come to a stop, and struggle for breath. They look back. No sign of their pursuer.

Did you see ... MERRY

... the trees ... PIPPIN

... on our side ... MERRY

FRODO looks around at the impenetrable forest surrounding them.

FRODO (panting)
Bilbo always said ... there are good
and bad trees, ... just as there are ...
good and bad Hobbits.

FRODO has just finished talking, when PIPPIN falls to the ground with a curse and jumps angrily to his feet again.

That root tripped me up!

MERRY manages a snorting laugh.

Pippin, don't be ridiculous.

MERRY goes over to where PIPPIN stands, and immediately crashes to the ground himself, falling over the same root. He leaps up again clenching his fists at the tree which owns the root.

Don't you try that stuff with me. I'll cut
you down.

The forest creaks and groans angrily in response. SAM laughs at MERRY but as he steps back a swooping branch catches him in the back, and sends him sprawling. SAM rises, and bursts out in anger.

You black-hearted tree!
May wood-worm devour you!

SAM pulls out his axe and rushes at the tree, his uplifted arm brandishing it. Angry tremors run through the forest. A low branch knocks the axe out of SAM's hand. SAM is thrown off balance, spins around, and goes crashing into the tree. The trunk groans, the branches toss and quiver. SAM is frightened at the effect of his words.

SAM
Big tree, forgive me. Please excuse me ...
I didn't mean it. All the plants in my garden
love me.

FRODO goes to SAM's side. He looks around anxiously at the restless tree.

FRODO
It's the Black Rider's fault.

SAM is full of remorse; he talks in chokes.

SAM
Please, big tree; don't fret, go to sleep.

FRODO looks on anxiously as SAM tries to placate the tree.

FRODO
I wish I knew more about the language of
trees, like Bilbo.

SAM
Drink water, go to sleep, big tree.

FRODO picks up SAM's candence.

FRODO
Eat earth, dig deep ...

SAM
... Drink water, go to sleep.

FRODO (a whisper)
Look, Sam. The tree is quietening down.

SAM & FRODO (chanting)
Eat Earth,
Dig deep,
Drink water,
Go to sleep.

SAM and FRODO continue their chant and MERRY and PIPPIN join in. The anger of the tree subsides. The leaves begin to flutter softly. MERRY and PIPPIN look up, and the hypnotic flutter of the leaves makes them drowsy.

SAM
Look! The tree likes us.

FRODO

We should get off the ground with these
Black Riders prowling about.

SAM

Big tree, give us shelter for the night.

The tree seems to respond with a quiver and SAM and FRODO notice MERRY and PIPPIN staggering like drunks, fighting off sleep. SAM and FRODO feel the hypnotic effect of the fluttering leaves. Staggering, they manage to grasp MERRY and PIPPIN and drag them to the tree. They help them up. The four HOBBITS climb into the tree. Sleep overtakes them. They sink into the thick soft foliage which seems to cradle them.

As his eyes close, FRODO continues to chant.

SAM

Eat earth,
Dig deep,
Drink water,
Go to sleep.

EXT. THE BIG TREE MORNING

Early morning sunlight dappling through the leaves, SAM shakes FRODO awake.

SAM

Look, Master Frodo.

FRODO sits up and squints out.

SAM

We're right on the edge of the Forest.

FRODO

And I was sure we were deep in its heart.

PIPPIN wakes up at that point.

PIPPIN

Well, trees can't walk, can they?

MERRY (waking up)

I wish they could cook. I'm starving.

They look out at the open country beyond. It is broken and rocky with stunted trees. A mist hangs over it. Not at all pleasant.

SAM

Well, we don't know where we are, or where we're going. So we might as well start walking the way we're pointing.

EXT. OPEN COUNTRY FOGGY DAY

The HOBBITS walk in silence. The mist lies low over the ground, and visibility is getting worse. SAM is startled by something behind him.

SAM

Take cover! It's a Black Rider!

They all fall to the ground finding the shelter of some lichen-covered rocks. SAM points. They watch anxiously and after a moment catch a glimpse of a horseman drifting ghost-like through the fog. He disappears and they wait, straining to pierce the fog with their eyes. Again the RIDER appears fleetingly, this time much closer.

FRODO

Quick and quiet!

He leads the way and they set off at a crawling run away from the RIDER. They can hear the hooves quite distinctly behind them. They begin to imagine RIDERS everywhere. They quicken their pace, fear verging once again on panic. SAM collides with a boulder and the frying-pan on his pack makes a clanging ring. In response a deep voice calls out from behind them.

DEEP VOICE

Halflingss..? Hobbittss!

It seems to say. The HOBBITS look at each other in alarm.

FRODO (with disgust)

Halflings! He can hear us moving.
We must hide.

They push on, running hard, keeping low. The sound of hooves is close behind, and again the voice is calling.

DEEP VOICE

Hobbittss!

The HOBBITS scuttle away, zigzagging among the boulders. Suddenly, they catch a glimpse, through the drifting fog, of three BLACK RIDERS emerging from behind a knoll and fanning out, making the familiar sniffing sounds, as if they are following a scent.

The HOBBITS freeze on the spot, then, carefully they backtrack, tiptoeing through the boulders, in silence and fear, not knowing what to do.

They hear a horse galloping towards them. They bolt away. The horse jumps a rock, coming to a rearing halt in front of the terrified HOBBITS. The RIDER leaps to the ground. He is a towering figure, with a long, leathery face, and keen blue eyes. SAM, showing great bravery, draws his long kitchen knife, and trembling, struts up to the MAN.

SAM

Black Rider! I am Sam Gamgee, Hobbit of the Shire; turn and fight, and fight fair if you know how!

SAM trembles, his teeth chatter. A slight smile touches the lips of the MAN and softens the melancholy of his deep-lined face. He regards the four HOBBITS.

MAN

Which of you is Frodo?

The HOBBITS are stunned that the MAN should know FRODO's name. They exchange looks. The snuffling sounds are heard again.

SAM, MERRY & PIPPIN (together)

I am.

The MAN turns to FRODO, the only HOBBIT who has not spoken.

MAN

Do you bear it?

FRODO (confused)

Bear it? Bear what?

MAN

I see you do. It draws them.

FRODO

Who are you? Why have you pursued us, if you are not a Black Rider.

I am a Ranger. MAN

He signals that they be still. They listen: snuffling sounds again approach from all sides. He casts a commanding glance at the HOBBITS, and motions that they follow him. The HOBBITS obey, running after the RANGER.

Why are we going with him? PIPPIN (whispers)

What else can we do? SAM (whispers)

I don't like the look of him. MERRY

The shrill hoof-beats of the BLACK RIDERS are pursuing them, and seem about to engulf them. The HOBBITS are unable to maintain the RANGER's pace. He sees this, glancing back, and realizes that further flight is hopeless. He stops, holding up one hand.

Stand and fight! RANGER

For a moment, the HOBBITS believe that he means with him. It is open plain, and they are very vulnerable. The fog drifts about them.

The RANGER crosses his arms and draws two swords. They are the two broken halves of one sword. One hand brandishes the original handle, while the other grasps a make-shift handle of leather bound around the blade.

Shoulder to shoulder! RANGER Make a ring!

The RANGER and the tiny HOBBITS form a little circle, their cutlery pointing out into the fog. Immediately two RIDERS burst upon them. One has a scimitar which scythes the air, and the other bears a long lance. The RANGER drops to his knee to avoid the blade, and swings his swords in an arc over his head. The two black horses lurch away.

The HOBBITS throw themselves to the ground, the RANGER's horse is above them, giving some protection. From another direction, a BLACK RIDER charges and the RANGER's horse rears at the oncomer, who swerves away. The RANGER drags the HOBBITS to their feet.

RANGER

Get up! Halflings! Protect your master!

He pulls FRODO to his feet, but when he releases him, FRODO sinks to his knees again. FRODO is half swooning. His hand goes to the Ring, his eyes glaze. The BLACK RIDERS charge once again. The RANGER thrusts out his two swords towards the sound of the hooves. FRODO moans as they gallop closer, charging in.

FRODO

The Ring! Precious!

The leading horse catches the RANGER with its flank and hurls him to the ground. He crashes into the HOBBITS. The RANGER's horse rears up, causing one RIDER to swerve away.

A scimitar slices across their heads and a lance stabs the ground an inch from FRODO's leg. FRODO crawls away into the fog; he has the Ring out now. The other HOBBITS stagger to their feet. SAM sees that FRODO has gone. He calls out.

SAM

Master! Master Frodo!

The RIDERS charge again. FRODO can bear it no longer. His face is agonized. He slips on the Ring. The RIDERS charge past between FRODO and the others. SAM catches a glimpse of FRODO just before the horses obscure his view. When they are gone, FRODO has disappeared.

SAM

They've taken him!

As FRODO becomes invisible his perception changes. The fog disappears; his vision becomes extremely vivid. He sees the BLACK RIDERS as they slow down and turn ready to attack again. The RANGER and the HOBBITS point their weapons out pathetically into the fog which no longer exists for FRODO. The world of sound has changed too. He cannot hear the hoof-beats nor what the RANGER and SAM are calling out. Instead, he is assailed by a dense, crashing clamour of voices.

All NINE RIDERS turn, clearly they now sense the area of his presence. They charge at him, in a phalanx. They seem to come very slowly, swerving and lurching and as they draw inexorably closer they grow larger. They ride on towards FRODO, ignoring the RANGER and the HOBBITS. They are now twice, three times normal size.

They reign-in their horses above FRODO and each one extends a black-gloved fist towards him. On each hand gleams a garish ring. Nine hands

and rings come down towards him and a voice chants above all the others:

VOICE

Nine Rings for the mortal men doomed to die.

A lance is raised, descending slowly towards FRODO.

FRODO sees the blind luminescent skull-like faces. The wall of voices seems to crush him down; subtle, seductive voices; voices screaming in pain, voices singing strange plaintive songs and chants, children wailing. And through them all, another voice booms, struggling to be heard, trying to warn FRODO.

FRODO

Gandalf! Gandalf!

The RIDERS' movements have become slower and slower until the moment that the lance descends on FRODO becomes utterly suspended. The RIDERS stand above FRODO frozen in time as FRODO struggles in the dimension of sound, trying to hear what GANDALF is saying. The sharp, evil, lance-point - the moment of his death - is poised above him.

GANDALF

... over me the Ring would gain a power still greater ... more deadly.

The other voices scream down GANDALF's voice. FRODO tears the Ring off his finger. The moment of suspended time is released. The voices cease. The lance plunges down at him. FRODO rolls away from it, but not far enough and its point pierces his shoulder. The fog returns. SAM spots FRODO and cries out.

SAM

There! Frodo!

The others see him too and catch a glimpse of lances and scimitars blindly stabbing and probing the earth about FRODO's crumpled body, desperately searching for FRODO who is now quite visible. The RANGER swings his swords, and runs to FRODO's aid but the RIDERS have gone, disappearing into the fog. The RANGER lifts FRODO into his arms. Blood seeps from his wound, and FRODO is barely conscious.

The RANGER considers for a moment, peering into the fog, then down at the anxious faces of the terrified HOBBITS. The RANGER galvanises into action. He sits FRODO on his horse and then bundles the other HOBBITS up behind him.

RANGER

Hold on for your life and his.

SAM puts his arms around FRODO as the RANGER breathes a word in the horse's ear.

RANGER

The river!

The horse snorts. The RANGER gives it a mighty slap on the rear and it gallops off.

RANGER

Be faster than a sinking hope!

The horse bolts away, the four HOBBITS hanging on precariously.

EXT. VALLEY AND RIVER DAY

The RANGER's horse breaks out of the fog and into a valley at the bottom of which runs a river. On the slopes around them, they now see the BLACK RIDERS trailing whiffs of dust, converging on the HOBBITS from all directions.

They are racing the HOBBITS to the river. SAM has difficulty in keeping FRODO's dead weight from falling. The wind sweeps the blood from FRODO's wound back on to him; it froths and darkens.

SAM sees the river ahead, and the NINE BLACK RIDERS converging from all sides, some from the left, some from the right, some from behind

MERRY turns and sees a BLACK RIDER catching up. He waves the frying pan to ward off the RIDER. The light flashes off the pan, and for a moment blinds the RIDER's horse. It wavers and loses its stride.

On the other side of the placid river, behind great trees, a light glows, and SAM catches a glimpse of a palace of crystal.

SAM

Rivendell!

Approaching the river, the RANGER's horse slows down, while the

RIDERS drive their horses on. The RANGER's horse starts to wade across. Converging from all directions, the BLACK RIDERS come galloping up to the river, almost colliding into each other. There is a confusion of rearing black horses, then the RIDERS drive their mounts into the water. Deep inhuman cries come from the RIDERS, chilling the blood of the HOBBITS.

RIDERS

T.h.e . . . R.i.n.g! T-H-E R - I - N - G!

Suddenly, a wave of water floods the river. As if materializing out of the spray, mounted ELVEN WARRIORS on ponies, the colour of foam, their manes and tails flying like the surf about them, gallop down the centre of the river. They charge into the BLACK RIDERS, jousting them into the water: all except one who had not yet entered the river.

FRODO falls into the water. SAM plunges after him. An ELF jumps down, laughing with joy and pulls FRODO out. MERRY and PIPPIN scramble towards the bank. The ELVEN HORSEMEN, their ponies, prancing, break into cheers of victory.

SAM, MERRY and PIPPIN, barely able to stand up in the fast running water, look around in amazement.

The bodies of the BLACK RIDERS are dissolving in the water, and from the dissolving carcasses issues a black slime.

Howling, swords in hand, the RANGER is running at incredible speed towards the river. The surviving BLACK RIDER turns his horse and rears it up against the RANGER, who crashes into the underside of the horse, toppling it over into the river. The ELVES cheer.

The BLACK RIDER dissolves into a slimy rivulet of dark liquid which flows downstream, intact, running snake-like between the rocks.

And snake-like the liquid remains of the BLACK RIDERS coil and wind into each other.

INT. THE GREAT HALL RIVENDELL DAY

A slimy rivulet of dark blood oozes out of the wound in FRODO's shoulder. FRODO lies on an enormous circular table. His feet face towards the centre, while his head rests at the edge of the table.

His inanimate body, stripped of clothes, is covered with leaves; around the wound, they are green, but as they move further away from the wound, they become autumnal - gold and umber in colour. The Ring on his chest is just visible through the leaves.

The enormous circular table is made of solid crystal, and imbedded under its surface is an historical relief map of Middle-earth. Above FRODO's head, on a throne, is seated a tall figure; his face is ageless, with sad grey eyes; upon his head is a circlet of silver. He is ELROND, King of the Elves, Lord of Rivendell.

Seated around the table are the sages, kings and warriors of Middle-earth. BILBO, SAM, MERRY and PIPPIN are seated on one side of ELROND, and on the other, the RANGER.

Beyond the table, tiers rise up, and upon them are ELVES, who are wailing and swaying in unison. Above the tiers of ELVES, the walls of crystal curve up, forming a dome over the great hall. The flames of an open fire at one end of the hall reflect upon the ceiling.

High above, an ELF, holding a mirror, deflects a beam of sunlight down to an ELF who stands by the table, and who, in turn, reflects the beam with his mirror on to FRODO's shoulder.

A trickle of black liquid oozes out of the wound, and runs down FRODO's arm and on to the table, forming an inky pool.

GANDALF leans forward to examine the wound.

GANDALF (in a whisper)

Wraith essence! -
Lord Elrond, Frodo fades still.

A tremor of reaction shows in ELROND's utterly still countenance. A wave of dismay ripples through the hall as GANDALF's words are passed around, the humming chorus of voices picking up the words, repeating them rhythmically, becoming a background to ELROND's speech.

ELROND

Here lies Frodo, the Ring bearer.
Pierced by a blade of the Nine
Black Riders, the Ring Wraiths,
servants of our common enemy,
Sauron, Lord of Mordor. . . .
The Wraiths have been vanquished,
but from their fowl essence, alas,
a new form shall rise again . . .
The Hobbit lies now in the twilight
of the Wraith world. He begins to
fade, his arm first. If we cannot halt
the rotting of his blood, he will pass
into the service of Sauron. Strong
indeed has Sauron become, that this

ELROND (Cont)

wound defies the healing power of the
Elves. Let his life be uplifted, and
float upon a sea of song.

The chant of the ELVES has gathered in intensity. Their hands wave and shake in a tormented dance. SAM cries out, joining the wailing of the ELVES. MERRY and PIPPIN are drawn into the surging movement as if at a wake.

FRODO's arm is becoming transparent. The bone is quite clear beneath the translucent skin. ELROND rises, and motions towards a young girl, about thirteen years of age, who is passing her hands through the flames of the great fire. In one hand she holds a long thin blade. Summoned by ELROND, blade in hand, she moves to FRODO.

CHORUS OF ELVES

Dark are these times,
The Power of the Elves is waning,
But at twilight shines an evening star,
It is our little lady Arwen,
Who, out of love,
Will yield all hope to the Halfling,
Will keep no hope for herself.

Over the CHORUS, ELROND's voice booms out.

ELROND

GIMLI the Dwarf, Lord of the Axe!
Come forward.
Should my daughter swoon or cry out,
strike off the arm.

GIMLI, a Dwarf bearing an axe with a harsh shining blade, rises and comes up to the throne.

ARWEN stands above FRODO's head, her knife ready to cut into FRODO's wound. Behind her stands ELROND. He leans over and tenderly kisses his daughter.

GIMLI raises and lowers his axe above FRODO's arm, measuring the arc of it. The CHORUS begins to undulate, chanting in a low-pitched hum of expectancy.

ARWEN plunges the blade into the wound, skillfully opening it up. A gasp escapes the HOBBITS. ARWEN probes into the black hurt; ELROND watching his daughter anxiously.

For a moment, ARWEN seems to falter. Her mouth twists into a cry, but no sound comes; the CHORUS cries out for her. The arm fades further.

Tension mounts among the onlookers. Even the leathery faces of the ancient KINGS betray anxiety. The HOBBITS scarcely dare to breathe, while for an endless moment ARWEN cuts deeper into FRODO's flesh. The voices of the ELVES subside to an ululating murmur.

GIMLI's axe is about to cleave down, as ARWEN swoons, but she recovers, and GIMLI forbears. The tension is unbearable.

Suddenly, a powerful YOUNG WARRIOR springs to his feet.

WARRIOR

Enough! How long shall we fuss over
a ring and a sick Hobbit?

Murmurs of anger greet the outburst.
ARWEN remains impassive.

WARRIOR

I, Boromir, forsook my people who alone
stand in arms against the Enemy, to be
at this Council. For ten days and nights
I rode, and two great horses died under
me. Lord Elrond, did you summon me to
sing hymns over a Halfling?

GANDALF raises his hand to silence him, and moves across to whisper in his ear.

GANDALF

Boromir, the life of Elrond's daughter
hangs in the scales. This is a struggle,
a test of strength, between the power of
Sauron and the power of the Elves. If
Arwen fails, the Hobbit will fall under the
dominion of Sauron.

BOROMIR looks suspiciously at GANDALF.

BOROMIR

Then we should take the Ring.

GANDALF
Take it. You take it, Boromir.

GANDALF's words are intense, a challenge.

BOROMIR leaps on the table and crosses to FRODO. ARWEN and ELROND remain absorbed. BOROMIR reaches out his hand, straining towards the Ring.

An unseen force holds him back. BOROMIR's face strains with effort, the sinews rise on his arm.

At last, BOROMIR withdraws his hand, defeated.

GANDALF
The Hobbit is a pebble pinched between
two great rocks.

ARWEN still probes inside the wound. She extracts from the wound a dark splinter, and holds it aloft.

A joyous cry sweeps up from the CHORUS. FRODO stirs. The impetuous BOROMIR leaps on to the table with a great shout of victory. SAM and BILBO start forward, hope springing in their hearts.

FRODO awakes to the exultant singing of the ELVES. He opens his eyes and sees his friends above him, in a dream-like swirl of confused faces.

Frodo will live! PIPPIN

FRODO hears this while his swirling vision slowly subsides. He lifts himself up a bit and sees a distorted image of his arm returning to normal and at the end of it, holding on to his hand, SAM, his eyes shining.

FRODO
Hullo, Sam.

SAM (flushed with excitement)
It's warm. Meaning your hand, Mr Frodo.

FRODO sits up, his vision still hazy.

He sees BILBO.

FRODO

Bilbo ... I never thought ...

BILBO laughs happily.

FRODO sees the awesome figure of ELROND, as though reflected in rippling water.

ELROND is speaking and FRODO strains to hear what he is saying. Gradually, the face grows clearer, and the voice stronger. FRODO finds himself sitting at the round table. ELROND is making his opening speech and the Council has begun.

ELROND

... and the Rings of Power were forged by the Elven Smiths. But Sauron ensnared them. He learned the secrets of the Elves, and betrayed them, and in the Mountain of Fire, he secretly forged the One Ring, to be Master over all the Rings of Power.

Singing begins, in a sad and heroic mode. In contrast, cymbals and hand-drums strike up a fanciful marching rhythm.

VOICES

Three Rings for the Elven Kings under the sky,
Seven for the Dwarf Lords in their halls of
stone,
Nine for the Mortal Men doomed to die,
In the Land of Mordor where the Shadows lie.
One for the Dark Lord on his dark throne

One Ring to rule them all, One Ring to find
them,
One Ring to bring them all and in darkness
bind them

While the VOICES chant, a GROUP of ACTORS in costume and masks, a motley assortment representing the beings of Middle-earth, mounts on to the table in cortege.

First come the ELVES, preceded by a RING JUGGLER performing deftly with three glass rings, shimmering with colours.

Then follow the DWARVES, led by a MIDGET JUGGLER, who fares badly with seven rings being harassed by a DRAGON which other DWARVES attempt to fight off.

Then come the MEN, with a WOMAN JUGGLER, swaying like a belly

dancer, with nine rings rotating on her arms and legs. The JUGGLER is a beautiful woman, but one side of her costume portrays a withered body in decay.

A small, mongrel dog jumps onto the table, and runs wildly around, barking. A character who is a combination of Mick Jagger and Punch leaps onto the table. He is dressed in white, in a strange robe of pleats, and whenever the pleats splay open, dark garish colours burst forth. A harsh musical beat accompanies this character. He (SAURON) struts menacingly around the table, the others retreat in front of him.

SAURON (singing)

I am Sauron
 Lord of the One Ring
 I covet the Three,
 I long for the Seven,
 I lust for the Nine
 To find them, bring them,
 rule them, bind them.

The CHORUS repeats a counter-chant.

CHORUS

Rings of Power,
 Rings of Power, etc.

With one hand SAURON bounces a transparent ball around which a golden band is wrapped. The dog barks at him, wanting to play. Perversely he throws the ball among the legs of the actors and the dog bolts after it, retrieving it, growling viciously at any hand or leg attempting to touch it.

A play has begun. The stage is the table. The acting is stylized, emphatic, as in the Kabuki Theatre. The costumes are flamboyant, and symbolise beings and entities of Middle-earth. The voices of the ELVES in the background function as a chorus.

The outstanding characteristic of the play is the dog, forever playing and performing with the ball (the Ring), and recognising none of the players as his real master. The dog symbolizes Fate, and also the Ring's own will.

FRODO is increasingly fascinated and finally obsessed by what he sees and hears.

SAURON, always playing with the dog, struts up to the ELVEN JUGGLER, who, in an act of bravura, makes his three Rings vanish. Meanwhile, ELROND is explaining.

ELROND

The fairest Rings of Power,
the Elven Lords hid them from him,
and his hands never sullied them,
and so today we keep our knowledge
and power.

At this, applause breaks out in the audience, and for a moment, ELROND is touched with emotion. SAURON approaches the DWARF JUGGLER, who is fighting the DRAGON. The JUGGLER becomes afraid, and nervous - he drops his rings. SAURON laughs and picks them up.

ELROND

"Seven Rings of Power, the Dwarf Kings possessed, three Sauron took and the others the dragons consumed. The power of the Dwarves faded.

SAURON struts up to the WOMAN juggling the nine rings, and starts to dance lasciviously in front of her, in a different rhythm distracting her from her performance.

She becomes entranced by him. The rings fall to the floor, and SAURON picks them up, laughing triumphantly. And for each ring he picks up, one of the MEN goes into convulsions and emerges as a BLACK RIDER. FRODO goes pale with fear as he is reminded of his terrifying encounter.

ELROND

The Nine Rings of Power, which belonged to Mortal Men, fell under the dominion of the One, and the Nine Men who bore the Rings, fell under the dominion of Sauron, and they became the Ring-Wraiths, his most terrible servants - the Black Riders.

Now on the table are two groups facing each other, circling around, ready for battle; on the one hand, SAURON, backed by his NINE WRAITHS, and on the other, a group of Elves and Men. The two sides eye each other, ready to pounce. SAURON defiantly bounces the ball and makes the dog perform, and edges slowly towards the other group.

From the Men and Elves, two ACTORS stand out.

A MAN

I am Elendil, King of ancient Minas-Tirith.

AN ELF

I am Gilgalad, High Lord of the Elves.
We have gathered a great force, on the
slopes of ...

CHORUS

... Mount Doom,
Mountain of Fire ...

GILGALAD

... to stay the murderous hand of
Sauron which wields the One Ring.

MEN and ELVEN WARRIORS attack the WRAITHS, while ELENLIL and GILGALAD rush SAURON.

ELENLIL is pierced by SAURON's sword, but he throws himself at SAURON as SAURON turns towards GILGALAD. SAURON falls back on to ELENLIL, who, under SAURON's weight, crashes to the table, and ELENLIL's sword snaps in half.

GILGALAD dives on to SAURON, impaling himself on SAURON's sword; SAURON is trapped.

The ball rolls out of SAURON's hand and the dog picks it up. SAURON is pulled away by the fleeing WRAITHS, and looks back, agonised, as the dog runs off with the ball, playing and yelping.

TWO DANCERS undulate a length of blue cloth to represent a river. The dog goes under it, puts down the ball and goes to sleep.

ELROND

And the Ring was lost. It fell into the Great River and vanished. There, in the dark pools, the Ring passed out of knowledge and legend, and the three Elven rings were released from the dominion of the One and peace reigned for many years.

The ELVEN JUGGLER steps on to the table, performing with great dexterity and grace. The sunbeams, shining down, refract everchanging shimmering light patterns through the three rings of glass.

Meanwhile, under the undulating blue cloth, two CREATURES, a large fish in each of their mouths, crawl across the table. The hand of one falls on the ball, at the side of the sleeping dog.

A silent fight begins between them for possession of it.

Then, Tarzan-like, from out of the darkness, SAURON swings on to the table. He is attired in a 'negative' version of his previous costume. He compulsively moves his hand and arm as if he was playing with the ball. He dances, to a harsh beat.

CHORUS

Here comes Sauron
In another husk.

SAURON

In this new body of fate,
I have stepped well beyond hate.

At the same time, one of the CREATURES kills the other, and makes off with the ball and dog, muttering 'gollum' 'gollum'. BILBO, seated at the table, points excitedly.

BILBO

Gollum. He doesn't look like that.

SAURON continues to dance, and growl his song. He edges in on GOLLUM, while whirling a bull-roarer. The bull-roarer is in the shape of a socketless eye, and makes a sinister drone as it spins. The eye of the bull-roarer flashes with light when caught by the rays of the sun reflected from above.

On to the table come two GRAND FIGURES in wizard attire, one cloaked and concealed in a great white mantle, the other in grey, made-up as GANDALF.

ELROND

From over the seas, two great Wizards appeared in Middle-earth in the guise of men, Saruman the White, and Gandalf the Grey. They were messengers sent to contest the power of Sauron and to unite all those who had the will to resist him. But they were forbidden to match his power with power, or to seek to dominate Elves or Men by force or fear.

The real GANDALF looks uneasy.

The White WIZARD begins stalking SAURON, and in doing so cannot avoid falling into imitations of his dancing-prancing strut.

GANDALF pets the dog, who wags his tail, but always returns to play ball with GOLLUM.

SAURON stalks GOLLUM, who retreats, horrified, to the edge of the table, nearly falling into the audience. The dog snarls at SAURON, as at everybody else.

The ELVEN JUGGLER has a difficult time continuing his performance, because of the confusion of actors and the rotating bull-roarer.

SAURON has nearly cornered GOLLUM. And GANDALF and SARUMAN are closing in on SAURON. The WIZARDS collide into each other.

SARUMAN throws open his cape and pulls his phony beard over his head. It looks like flowing blond hair, and he behaves like a femme fatale. SARUMAN grabs GANDALF and the two roll around the table.

SARUMAN (seductively)

Ah, Gandalf, let's join forces, old friend.
We should wield the One Ring.

While rolling on the floor in order to pin down GANDALF and seduce him, SARUMAN can't help glancing up at SAURON repeatedly, and mimicking his movements.

GANDALF

Don't trouble to say we, Saruman. Only one hand at a time can wield the One.

SARUMAN becomes helplessly caught in SAURON's dance and GANDALF pries himself loose.

GANDALF

He who studies the Enemy too closely,
becomes too close to the Enemy.

SAURON has nearly cornered GOLLUM, when from behind where BILBO is seated, an actor made up as BILBO, but much younger, steps on to the table, skipping across it, singing "The Road Goes Ever On and On."

The ball falls accidentally into BILBO's hand. GOLLUM goes for him. BILBO, with a bland smile on his face, turns and holds out his two clenched fists, as if GOLLUM had to guess in which hand the ball is concealed. GOLLUM, dismayed, points at one hand. BILBO pirouettes around once, and holds out his hands again which are now crossed one over the other. BILBO opens the hand at which the GOLLUM

has pointed. It is empty.

BILBO skips away, playing with the ball and the dog.

SAURON is after him, and so is GOLLUM, but BILBO is oblivious; he just skips happily away. Then a hand trips him up; it is GANDALF. He is standing at the edge of the table. He catches BILBO, pulling him off the table into his arms, and retreats. In retreating he reveals the real GANDALF, who stands up to speak:

GANDALF

And so the Ring abandoned Gollum only to be picked up by the most unlikely person imaginable, Bilbo of the Shire, my very dear friend.

ELROND

And the Enemy is getting stronger.

BOROMIR leaps to his feet.

BOROMIR

Stronger and stronger! Minas Tirith stands alone in arms against the mighty Sauron (pointing to the broken sword on the table) . . . That is the Sword-that-was-broken and lost. For a dream spoke such, that if the Sword of our ancestors was found, we would regain the glory of once.

The RANGER stands up proudly and draws the two halves of his Sword.

RANGER

Here is the Sword-that-was-broken.

BOROMIR (horrified)

Who is this that bears the Sword of Elendil?

They stand glaring at each other.

PIPPIN

This is the Ranger who saved us from the Black Riders.

ELROND

A lonely Ranger; but he is also Aragorn son of Arathorn, and he descends from Elendil. If we quarrel, the laughter of Sauron will be our only reward, and I fear that his Evil Eye is already up on this Council.

GANDALF

But Sauron lacks the One Ring,
(pointing to FRODO) With that his power will be complete.
(rhetorically, to Elrond) Can the Ring be kept here, in Rivendell?

ELROND

Sauron can torture the very hills, and I have not the strength to withstand the Enemy, when all else is overthrown.

GANDALF

Could it not be hidden?

ELROND

Chance already plucked it once from the river bed, and his Creatures would search it out, under the earth or at the bottom of the sea.

GANDALF shudders, still speaking rhetorically.

GANDALF

But can we not wield it?

ELROND

No! We cannot use the Ring. The Ring belongs to Sauron and is altogether evil. The very desire to wield it corrupts the heart.

ELROND pauses. Nobody speaks, overcome by the tale of the Ring. Then a gentle voice speaks out.

ARWEN

We cannot keep it,
we cannot hide it,
we cannot wield it.

ELROND (in a hushed, sober voice)

But it can be destroyed. And there is only one way. It must be sent to the Fire in which it was forged, to the Fire of Mount Doom, in the heart of Mordor, land of the Enemy.

ELROND looks piercingly at the members of the COUNCIL. Each one averts his eyes.

Then, BILBO bursts out in a ridiculous voice.

BILBO

Very well, Master Elrond; say no more. I know who you're thinking of. Bilbo, the silly Hobbit started this affair, and ...

But he cannot finish, frozen by the stern looks of GANDALF and ELROND. He shrivels in his seat.

All eyes are downcast, nobody dares speak.

FRODO glances around the table. A thought seems to well up in him. Very quietly, words break from his lips.

FRODO

I will take the Ring, though I do not know the way.

EXT. LANDSCAPES OF MIDDLE EARTH DAY

A great open landscape of trees and hills. Against the sky, walking in line, are nine figures of differing shapes and sizes. Superimposed across the scene is the face of ELROND, itself a landscape, its beard flowing into the grass, its hair entwining with the trees. He speaks.

ELROND

And the Fellowship of the Ring shall include all peoples - Hobbit, Elf, Dwarf, and Man.

Another landscape: open downs, waving grass. ARAGORN and BOROMIR stride along, side by side. FRODO, walking between them, has to break into a run from time to time to catch up. BOROMIR, seeing this, lifts him on his shoulder.

ELROND (V. O.)

For the Men, Aragorn shall guard the Ring-bearer. He is long in exile from his own land, a ceaseless and lonely hunter of the servants of the Enemy. Boromir, too, shall lend his mighty arm at least as far as Minas Tirith.

Now they walk through an oak forest. As the FELLOWSHIP threads its way between the trunks, LEGOLAS walks across the tree-tops, gliding from branch to branch. He is a lean figure, with a keen clear eye, clad in feathers and leaves with a silver bow and quiver across his back. He scans the sky.

ELROND (V. O. continues)

For the Elves, Legolas, the tree Elf Lord. For he can read grass and leaf and will thread a safe path through all places where the roots are long and the years lie thick on the leaves.

Now they move across rough boulder-strewn country; great outcrops of rock are twisted and tortured into ominous shapes on all sides. GIMLI the Dwarf, has taken up the lead, next to GANDALF, and he stops and puts his ear to a rock, and listens.

ELROND (V. O. continues)

For the Dwarves, Gimli, Lord of the Axe. His ear shall tell the rumours of the Earth and guide the Ring-bearer through the dark places of the mountains.

A soft valley, with meadows and a stream. The four HOBBITS are in gay mood, cavorting and laughing.

They run and tumble together in some childish game. The other members of the FELLOWSHIP plod on soberly behind.

ELROND (V. O. continues)

For the Hobbits, besides Frodo, his servant Sam shall go, for his loyalty and love. And Merry and Pippin shall travel for friendship's sake and for the honour of the Shire.

GANDALF turns his weary old face to watch the HOBBITS at play. He frowns.

ELROND (V. O. continues)

And Gandalf the Grey, shall lead the Fellowship, and his wisdom and his wizardry shall aid the Ring bearer to his destiny.

GANDALF speaks to himself as he watches the HOBBITS.

GANDALF

Is it madness to send this Hobbit?

ELROND's face appears again, superimposed on the landscape, its contours blending with the countryside. The HOBBITS appear to be running and jumping across his cheeks, climbing over his nose, sliding down his chin. He answers GANDALF.

ELROND

Is it madness to send this hobbit, Gandalf?

GANDALF

Then folly must win where wisdom fails.

GANDALF looks away from the HOBBITS and his eyes turn inward. ELROND has faded from the landscape. They trudge on.

GANDALF (apparently to himself)

The play is written. We may prompt the players, Elrond, you and I. Nothing more.

MERRY and PIPPIN have come up to GANDALF as he mumbles this. They are flushed, in high spirits. They exchange mischievous looks. PIPPIN glances up impertinently at GANDALF.

PIPPIN

Are you talking to yourself, Master Gandalf?

GANDALF, taken by surprise, looks down at him.

GANDALF

In the company of fools, the wise man seeks counsel with himself.

MERRY and PIPPIN laugh and skip on ahead to join FRODO and SAM.

The HOBBITS are some way ahead of the others, and come to a point where the rough road divides. They hesitate and look back at GANDALF, for guidance, but something attracts FRODO's attention on the left hand fork.

ELROND (V. O.)

And Arwen shall be a light in their hearts,
to guide their way.

FRODO points excitedly, ahead. He sees a vision of ARWEN in a white gossamer dress. She smiles and beckons him on. The HOBBITS run excitedly up the left-hand path, but as they come closer, ARWEN fades and disappears.

ARAGORN, BOROMIR, and GANDALF reach the cross-roads and halt.

ARAGORN

Which is the safer path, Gandalf?

GANDALF looks quizzical. He smiles mysteriously.

GANDALF

I suggest we follow the Halflings.

GANDALF takes his own advice and walks on. BOROMIR makes a face that says he thinks GANDALF has lost his senses. ARAGORN shrugs and follows.

Evening. A brooding landscape of rock shapes and clumps of trees. They walk through it. The HOBBITS are quiet now, a little frightened by the ominous surroundings. MERRY clutches GIMLI's arm and points at a life-like shape of rock.

MERRY

Could that be a Troll?

GIMLI shakes his head, reassuringly.

GIMLI

I hear nothing but the
night speech of plant and stone.

BOROMIR overhears their exchange and with a dramatic war cry he draws his sword and leaps in the air. With comic exaggerated gestures, he challenges the Troll-like shape and pretends to slash and strike it. Then he clutches his stomach as though wounded and pirouettes crazily, falling down in an agonized parody of death. The HOBBITS laugh delightedly.

BOROMIR falls; leaves fall. Water flows over rocks; rain beats on the faces of the FELLOWSHIP as they walk. Wind waves the wheat; wind blows the HOBBITS' hair over their faces. Meanwhile, ELROND's face and voice weaves in and out.

ELROND

Dying and living and growing and waning
are caught in the struggle. For the many
are part of the one, and not leaf nor
pebble, nor fire nor water, nor earth nor
air, shall escape Evil if the Quest shall fail.

Roots of a tree fantastically entwined in rocks. The travellers are
camped under it. A fire burns. They are spread out around it.
GIMLI and LEGOLAS sit together looking at the roots and rocks.
FRODO is tired, but he listens to them keenly.

GIMLI (nodding at the roots)

There is the meeting place of Dwarf and Elf -
tree and rock.

LEGOLAS (smiles)

And you see how the roots - given time,
will split the very stone.

GIMLI (touchy)

Stones may crack, but the tree will perish.

FRODO tries hard to keep his eyes open. He glances at a gap in
the trees and there to his surprise, is BILBO working at his desk,
surrounded by his books and a little bed. BILBO looks up and
smiles at FRODO.

BILBO

Still trying to finish the book about my
adventures, Frodo. It passes the time.
Though time doesn't seem to pass in
Rivendell. It just is.

He looks rather sad and sniffs back a tear. He gets up and beckons
to FRODO.

BILBO

Now you're off on your own adventure,
I want to give you this.

He picks up a small sword and shows it to FRODO - who walks into
the little study. The blade glitters, cold and bright.

BILBO

This is Sting. It's rather special.
The Dwarves gave it to me.

BILBO drives it with very little effort through the thick manuscript he is writing. He draws it out again just as easily. FRODO's eyes bulge. BILBO is pleased with the effect. He hands it to FRODO with a sigh.

BILBO

I shan't want it again, I expect. Oh, I almost forgot. If there are any Orcs about, the blade glows with a blue fire. Very useful.

BILBO looks frail and old and lost. The two HOBBITS look into each other's eye. Then, with a cry, BILBO hugs FRODO to him

BILBO

Goodbye, Frodo, my dear.

Then he holds his nephew at arm's length. His face is trembling with emotion and a strange haunted, hungry look comes over it. He grips FRODO's shoulders.

BILBO

Dear nephew. Let me see it just once more - before I die.

FRODO looks acutely embarrassed. Reluctantly, he pulls out the ring and holds it up to BILBO. BILBO's trembling hand reaches out towards it. FRODO feels a growing revulsion for the old man. He pulls the Ring sharply away.

FRODO

No . . . no!

FRODO's voice has strength and authority. BILBO snaps out of the spell and is himself again.

BILBO

I'm sorry. Sorry you have come in for this burden. Don't adventures ever have an end? I suppose not. Someone else always has to carry on the story.

FRODO is back by the camp fire, fast asleep. BILBO's voice drifts away.

It is dawn. BOROMIR is shaking him awake. FRODO opens his eyes. The Ring has fallen out of his tunic and is hanging free on its chain; BOROMIR is looking at it with a kind of embarrassed grin. FRODO jumps up in alarm, wrenching free of BOROMIR. He hastily stuffs the Ring back under his tunic.

BOROMIR

Steady, now! Time to go on.

He moves to shake up the others. ARAGORN and GANDALF are already on their feet surveying the morning scene.

The Nine are tracking over a flat, barren, rocky land. The HOBBITS are out of breath. The sun shines fiercely.

LEGOLAS spots something in the distant sky. He points to it - a small black cloud which is growing larger. GANDALF follows his gaze and motions to the companions to take cover.

They scatter to the sparse rocks and bushes. ARAGORN and BOROMIR grab the HOBBITS and pull them into hiding, flattening themselves to the ground.

A great flock of birds is zigzagging across the sky, wheeling and circling, as if searching the land. Their shrill crying becomes louder, till unbearable, as the flock of birds passes overhead.

As they cross the sun, the whole land darkens and becomes a pattern of speckled patches of light and shade. The HOBBITS bury their faces in the earth.

ELROND (V. O.)

For all things, bird and beast, tree and
rock, are falling under Sauron's dominion.
His tentacles search out and scour the land.

As the birds pass over, the HOBBITS lie quite still under their cloaks, almost merging into the colour of the ground. Over this ARWEN's voice is heard:

ARWEN (V. O.)

Wear these cloaks for they will turn away
the sight of unfriendly eyes.

And the HOBBITS are back in Rivendell.
ARWEN and the Elf-maids are fitting cloaks on each of them.

Are they magic? SAM

ARWEN (smiling)
 Magic! Thus do Men and Hobbits hang
 words on things to cover the truth.

Then she gives them each a little parcel of food, containing thin
 cakes wrapped in leaves. MERRY looks at his disdainfully.

ARWEN
 Taste one, Merry.

MERRY does so with a sour face, but it quickly transforms to pleasure.
 He takes another bite.

MERRY
 Quite amazing.

ARWEN
 No more! One cake will keep a traveller
 on his feet for a day's march.

FRODO
 Is this Waybread that is spoke of in Elf-
 legends?

ARWEN
 It is called Lembas in our tongue. Eat
 it only in need.

She smiles and strokes MERRY's hair.

MERRY
 It tastes like ... like ...

He gives up, defeated.

ARWEN
 ... like any food you think of while you're
 eating it.

The FELLOWSHIP trudges along a pass between two hills - MERRY and
 PIPPIN are sneaking bites of the delectable Lembas, making sure they
 are not observed.

Their faces are absorbed, expressions ecstatic.

Leek soup. MERRY

Honey cake. PIPPIN

Bread and butter pudding. MERRY

Bubble and squeak. PIPPIN

Goat cheese. MERRY

Cherry pie. PIPPIN

GANDALF sees what they are up to, and frowns. He comes up behind and hisses in their ears.

Cod liver oil. GANDALF

MERRY and PIPPIN choke on the Lembas, pleasure turning to pain. They look up guiltily at GANDALF.

GANDALF
Beware, foolish Hāflings. Remember
this. All magic is both good and bad.
And always dangerous.

Another camp. A dim fire of dying embers. All are asleep, but a few paces off BOROMIR and ARAGORN converse earnestly in low voices. FRODO awakes and strains to catch their words.

BOROMIR
Aragorn, give it to me. Let me take it
to Minas Tirith and re-forge it. For the
great sword of Elendil would be a scourge to
the enemy and give hope to our people.

ARAGORN
I cannot give it except to the rightful King.
For it is written, that when the king
returns to Minas Tirith he shall be known
by many signs and will reforge the Sword-
that-was-broken.

BOROMIR

Then let force of arms decide.

He snatches one half of the Sword from ARAGORN's belt and ARAGORN angrily draws the other - they match up to each other and at the first clash, there is a flash of light. They stop, momentarily blinded. ARWEN appears between them. She holds out her hands, touching their foreheads. They bend their knees and bow their swords in homage to her.

ARWEN

Peace. The Quest must not fail in the quarrels of the Fellowship. Each of you shall bear one half of the Sword-that-was-broken.

BOROMIR and ARAGORN bend the two sword-halves to her. She kisses each blade on their keen edges. She looks up and there is blood on her lips. She goes first to ARAGORN and kisses his mouth, then to BOROMIR and kisses his. Her blood is on their blades and on their mouths.

ARWEN

Aragorn and Boromir. I bind you in brotherhood with my blood.

The two MEN bend their knees and kiss the thighs of her dress. They are both deeply moved. BOROMIR weeps openly and a tear starts out of ARAGORN's grey eyes. They rise up and BOROMIR kisses ARAGORN's mouth. They turn back to ARWEN but she is gone.

FRODO watches in awe. The embers glow. BOROMIR and ARAGORN resume their watches, pacing the perimeter of the camp.

EXT. IN VIEW OF THE MISTY MOUNTAINS DAY

The NINE scramble up a steep, stony slope. The complaining HOBBITS are helped by ARAGORN and BOROMIR. Over the ridge of the rocky hill ARAGORN, BOROMIR, and GANDALF appear - the tall ones. They are awed and daunted by what they see.

Then over the ridge comes GIMLI, and an expression of ecstasy erupts on his face. He tosses his axe into the air. In front of the NINE are the Misty Mountains, a chain of mighty peaks, snow-shrouded.

GIMLI (pointing)
 Redhorn! Caradhras, the cruel!
 Cloudyhead! Oh, the Misty Mountains.
 They stand tall in my dreams ...

SAM
 Which of these is Mount Doom? I was
 expecting fire and smoke!

GIMLI (reacting with disgust)
 Mount Doom? It lies far beyond the Misty
 Mountains.

MERRY
 Over the mountains? Is that the only
 way?

GIMLI
 No! There is another way ... beneath
 the Mountains is great Dwarf Kingdom of
 once ... (choked with emotion) But now
 the doors are closed, and lost ... and
 the great halls empty ... terrible things
 befell the Dwarves and they were driven out.

GANDALF
 Stop crying, Gimli, and collect what wood
 you can.

EXT. HIGH MOUNTAINS DAY

The NINE trek up into the mountains. The wind and the blizzard get progressively worse.

The HOBBITS, exhausted and frozen, trudge on, dazed. Occasionally, one of the BIG PEOPLE gives them a push.

BOROMIR
 This weather is a trick of the Enemy!

BOROMIR and ARAGORN advance abreast, ploughing powerfully through the snow, pulling and dragging the four HOBBITS.

And behind GANDALF, LEGOLAS and GIMLI struggle to keep up.

EXT. GLACIER DAY

The NINE are trekking across a glacier. The wind howls, and the snow swirls around them, driving over the surface of the ice.

MERRY slips, dragging down the others. They lie on the ice, exhausted, incapable of going on. GANDALF stands up, and rhetorically makes a grand gesture with his hand.

GANDALF

Accursed Sauron, I command your winds . . .

A blast of wind knocks his hand into his face. Defeated, he stoops down.

BOROMIR and ARAGORN have already gathered wood together. GANDALF extracts from his cloak a flask from which he sprinkles powder over the wood. He ignites the wood with tinder and flint.

All huddle around the fire; the flames are tortured and flattened by the wind. The heat of the fire melts the ice of the glacier beneath and around it, and water flows away from the fire down the glacier, freezing again at a distance.

Suddenly the moaning wind carries the howls of wild beasts.

ARAGORN

Wargs!

HOBBITS

Wargs? W-Wargs!

ARAGORN

Draw your blades! Form a ring! Feed the fire!

They all form a tight circle around it and throw all the wood on the fire. From out of the whirling snow, white creatures appear, rushing from all directions at THE NINE. The WARGS are furry-white mutants of men and animals, ferociously savage.

GIMLI, his stout legs apart, wields his axe. LEGOLAS' bow sings; arrows fly. ARAGORN's and BOROMIR's arms are hardly visible, as they wield blades which cut into the flesh of the WARGS.

WARGS feast on their slain companions but this does not stay their onslaught. ARAGORN, BOROMIR, GIMLI and LEGOLAS are retreating closer to the fire; GANDALF, staff and sword in hand, slays a WARG which leaps at the Hobbits. FRODO fights with Sting, while the other HOBBITS - terrified, swing burning sticks.

Suddenly GANDALF rips off the HOBBITS' cloaks, thrusting them into the fire. The cloaks burn, creating an enormous roaring blaze. The WARGS jump back in fear. From the fire, a multi-coloured smoke billows up. The smoke seems made of flowers and leaves. It is whipped away by the blasts of wind.

GANDALF has extracted a drinking flask from his cloak. He booms out at the HOBBITS.

Drink this! GANDALF

He thrusts the flask into SAM's mouth, rips it away, and thrusts it into PIPPIN's. The HOBBITS pass around the flask, gulping down draughts. Immediately they become tipsy and giggly.

Now GANDALF brutally grabs the HOBBITS and lays them on the ice where the water is gushing away from under the fire and refreezing. GANDALF jumps to FRODO's side. He rotates his fingers on FRODO's eyeballs. Then he jumps to MERRY's side. FRODO's eyeballs continue to rotate, the rhythm of his breath slows down.

GANDALF motions LEGOLAS to lie down. He works on him. Then GIMLI. Then BOROMIR.

ARAGORN stands over the bodies of his companions, as GANDALF works on them; and fights furiously to ward off the WARGS. Then GANDALF pours onto the fire fistfulls of salts and powders. The fire blazes. The WARGS retreat, blinded.

ARAGORN lies down, takes a sip of GANDALF's drink, and the Wizard works on his eyes. Then GANDALF takes a swig, lies down himself, rotating his own eyes.

The blaze of the fire subsides. Water gushes over the Nine, freezing around them and over them. Their expressions are placid, if not silly. MERRY's fat face is still out of the ice. He is giggling to himself.

MERRY
The Warg that you hear is worse than the
Orc that you fear.

GIMLI (also giggling)
But where the Warg howls, there also the
Orc prowls.

The companions are caught in helpless and infectious giggles, as they drift into unconsciousness.

The water flows over their faces, freezing them into the ice.

GANDALF's face is the last to be covered. The tip of his long nose disappears beneath the rising surface of the water. A WARG leaps at it viciously. Its jaws smash against the ice. From under the ice, GANDALF sees fangs just an inch from his face.

The WARGS, teeming above the NINE, furiously bite and paw at the ice.

EXT. GLACIER DAY & NIGHT

A panoramic view of the glacier, now dazzling under a crisp blue sky. The WARGS are not in sight.

Beneath the ice, deep down, the bodies of the NINE are suspended inside the glacier.

Night. Now the light of a crescent moon, revealed through patches of fast moving clouds, shimmers darkly upon the glacier.

The red glow of a rising sun shines through drifting snow, and impregnates the glacier with a pink tint.

Mouth of the glacier. Day. Great blocks of ice break off.

EXT. MOUNTAIN STREAM DAY

Blocks of ice are carried down a fast-moving stream. The blocks of ice tumble in the spray, chipping and breaking. The course of the stream is slower now. The blocks of ice are melting. In some of the blocks it is possible to see bodies.

Further downstream. The bodies of the NINE are thawing out of the remnants of the blocks of ice.

The NINE bodies are floating, and churning in the eddies, which seems to reanimate their limbs.

A grasping hand emerges from the water - GANDALF's.

GANDALF staggers to his feet, dazed, straining for a breath. He begins to breathe in gasps. The frozen features of his face thaw.

BOROMIR and ARAGORN stagger to their feet; after seconds of choking gasps they regain clear consciousness.

Moving uneasily, GANDALF, ARAGORN, and BOROMIR grab the floating bodies of the HOBBITS and fish them out. Carrying the HOBBITS, they stagger towards the bank.

LEGOLAS and GIMLI emerge from the water a little downstream, and they help each other to the bank.

EXT. BY THE STREAM DAY

The setting is truly idyllic, with trees, flowers and grass. The weather is balmy, the season is a combination of Spring and Autumn, with Spring flowers blooming and trees turning ...

The NINE lie on the bank, loosening their muscles and joints, still unable to talk.

The HOBBITS take to jumping around, at first spastically, then more loosely. They attempt to sing, but they can't move their mouths properly. Finally, sounds begin to issue from their throats, as they dance about, warming themselves up.

GANDALF has hung up to dry his immense cloak on a branch of a tree, and he is busy wringing out the water. He also checks the many pockets inside the cloak, and pulls out mysterious-looking objects, hanging them on the tree to dry. He looks a bit ruffled.

The others are lying on the grass, basking in the sun, half-undressed, their clothes and possessions spread out.

MERRY is drying out Lembas. ARAGORN is picking through some leaves on the ground and stuffing them into his pipe. BOROMIR blows water out of his horn. PIPPIN is lying in a patch of sunlight, completely dressed, and steam rises from his clothes.

The atmosphere is very relaxed. SAM offers to help FRODO undress, but FRODO is reluctant to expose the Ring hanging on its chain. SAM looks up at the blue sky in which hangs a crescent moon.

SAM

It's very strange. The moon's the same as when we were in Rivendell. It's out of its running, or I'm all wrong in my reckoning.

FRODO

It hasn't been a month since we left Rivendell, or has it? ... or two months .. or three, or a thousand and three ... or has time stood still?

LEGOLAS

Nay, time does not tarry ever. But change and growth is not in all things and places alike. For the Elves the world moves both very swift and very slow. Swift, because they themselves change little, while all else fleets by. Slow, because they do not count the running years, not for themselves. Yet beneath the sun all things must wear to an end at last.

They all meditate on these words.

SAM, during LEGOLAS' speech, is examining the flowers which are both blossoming and going to seed. He looks up at the trees which are turning, and shedding their leaves.

SAM (to himself)

Is it Autumn or is it Spring?

GANDALF looks down at, them basking in the sun.

GANDALF

Time has overtaken us, I fear. The mountains have refused us passage. No other resort is there but to pass through Moria.

ARAGORN flinches at the mention of Moria, but a light comes into GIMLI's eyes.

GIMLI

Moria!!

EXT. STEPS AND DOOR TO MORIA DAY

A slope covered in vegetation; beneath is the mountain stream, from which they have come. In the midst of dense gorse and holly, the NINE with their blades drawn, are searching amongst the bushes, hacking at them, to better inspect the ground. It is a strange sight of thrashing blades and threshing bushes.

GANDALF, making leverage on his staff, pries open a clump of brambles. He finds what he is looking for- a flight of stone steps, long since overgrown.

The NINE ascend the flight of steps.

GANDALF (with melancholy)

The steps to the Great Door. Here, Elves and Dwarves traded together in better days.

GIMLI

It was not the fault of the Dwarves that the friendship waned.

LEGOLAS

I have not heard that it was the fault of the Elves.

They bristle and glare at each other. GANDALF comes between them.

GANDALF

I have heard both, and will hear no more.

The steps come to an abrupt end against a blank wall of rock, into which weeds have sunken their roots. There is no sign of a door. MERRY is out of breath.

MERRY

Well that was a long climb for nothing. They must have taken the door with them when they left.

GANDALF runs his staff across the surface. A patina of dust falls off. On the surface of the stone faint lines appear, like veins of silver. They form into a pattern. A design emerges - an axe (such as GIMLI's) surmounted by seven rings. Beneath these are mounds of precious ores, each bearing a different phase of the moon, and a star with many rays.

GANDALF

The emblems of the ancient Kingdom of Moria.

BOROMIR is searching for a crack or a hinge, but in vain.

GANDALF taps his staff along some hieroglyphics.

PIPPIN

What does it say?

GANDALF (reading with difficulty)

It says ... 'Sing friend, and enter'.

GIMLI is also squinting at the runes. He looks at GANDALF, admiringly.

GIMLI

You speak the ancient Dwarf tongue?

GANDALF

Read it, not speak it.

Meanwhile, FRODO is repeating the riddle to himself in various ways.

FRODO

Sing 'Friend' and enter?

GANDALF looks annoyed that FRODO has stumbled on the answer.

GANDALF

But of course, Mister Frodo. You sing the word 'Friend' and the magical dwarvish door shall open. Isn't that so, Gimli? Gimli, sing 'friend' in your ancient tongue.

GIMLI shakes his head sadly -

GIMLI

My ancestors were driven from Moria.
The ancient tongue is lost.

Somehow, GANDALF expected that answer. All eyes are upon him, waiting for his move. He senses this. He straightens up, and casts aside his cloak, dramatically.

GANDALF

A few trials will open it.

He chants a succession of guttural words. The door does not budge. BOROMIR laughs nervously. He begins aping GANDALF, mimicking his voice. The HOBBITS laugh. BOROMIR is carried away by his performance. Anger rises in GANDALF.

BOROMIR

If a great Wizard cannot open the door,
let's see if it will withstand the voice of
Minas Tirith.

He takes the horn and blows a blast upon it. With a battle cry he hurls himself against the rock. He bounces off it, falling on to his back, and lies there rubbing his shoulder. The HOBBITS roar with laughter and BOROMIR joins in good-naturedly.

The laughter peters out, silence and a sense of unease falls upon them.

GANDALF casts the blazing eyes of a terrifying Wizard upon them. They look away but his gaze catches and holds GIMLI.

GANDALF advances on GIMLI, who retreats, terrified.

GANDALF (calmly)
Only Gimli has the memory to open the door.

Then he booms out.

GANDALF
You greedy Dwarves . . .

GIMLI falls backwards as if the power of GANDALF's voice has knocked him to the ground. GANDALF grabs him and thrusts him in to a spiky and dusty bush of gorse. GIMLI is terrified, unable to talk. He slides to the ground, and brandishes his axe. The others jump back in fear.

GANDALF
Greedy Dwarves! Just dig, dig, dig,
for precious metals . . . Dig! You greedy Dwarf!

GIMLI begins cutting into the ground with his axe, and chopping through rocks. Working with animal fury, he digs away, scooping out the earth. He burrows into the ground like a mole.

GIMLI
Greed! Greed! Greed!

GANDALF
Dig deep, delve into the depths of the earth, greedy Dwarf.

At which, GANDALF strikes GIMLI with his staff. He howls and digs even faster; earth flies out of the hole.

GANDALF swirls off his cloak, and casts it onto GIMLI, covering him. With his staff he thrashes at the shape beneath the cloak.

In the darkness, GIMLI goes on digging frantically.

GANDALF

... and the greedy Dwarves delved too deep, into the bowels of the Earth, and stirred evil things, and from the abyss and the eternal darkness, Monsters arose, and drove out the Dwarves from Moria.

Under the darkness of the cloak, GIMLI is frantically attempting to escape, as he relives the ancestral memory GANDALF is recalling.

GANDALF

... and a terrible Monster rose out of the depths ...

GANDALF roars like a monster, as if he was play-acting to a child. GIMLI, distraught with fear and panic is trapped beneath GANDALF's cloak. He howls with despair, then mumbles in an ancient guttural tongue.

GANDALF whips his cloak away and on to his back. GIMLI rises to his feet, waist-deep in the hole. His eyes are filled with tears. He looks up to GANDALF, exhausted, but grateful. GANDALF stretches out his hand, and helps GIMLI out. In his ancient tongue he thanks GANDALF, kneeling at his feet, kissing his hands.

GANDALF

Thank me not, Gimli, until I can thank you.
Open the door to Moria!

GIMLI walks up to the door. For a moment he is pensive. The others watch, still bewildered by what they have witnessed. GIMLI stamps his feet, and begins dancing. He repeats a word in his harsh guttural chant, repeating it in different rhythms and tones.

SAM

A real jaw cracker, alright, this Dwarf tongue.

BOROMIR lets out a yell, and jumps into the air.

BOROMIR

And the Mountain cracks open.

On the rock face, the shape of a door appears, then hinges open. BOROMIR and LEGOLAS, and the excited HOBBITS, rush to embrace GIMLI. LEGOLAS wipes the sweat from GIMLI's brow.

GANDALF sighs with relief. He is drained, and his step falters. Only ARAGORN notices, and lends the old Wizard his arm.

GANDALF (to ARAGORN)

Too soon on this journey I have called up the very roots of my powers. I fear that when greater challenges come, I may be used up.

Then he addresses them all.

GANDALF

Gimli, I thank you! But let us not rejoice, for we enter a place, once of glory, now of dread.

INT. ENTRANCE CHAMBER (MORIA) DAY

GANDALF is the last of the Nine to step in. The doors close, enveloping the Fellowship in blackness and a deathly quiet. Only GANDALF's staff glows as he crosses to lead the way. Their eyes accustom to the dark.

They are in a large round chamber. At the far side a tunnel leads off into deeper darkness. They become aware of a whispered sound. It is faint and distant, but is repeated in an endless echo. It seems to come towards them, and as it does so, gets louder with each repetition.

VOICE

Preciouss ... preciouss ... precious ...

It passes and goes on circling the chamber, receding to a whisper again; then the whole process is repeated as the word makes another circle, the whisper amplifying to a shout. The HOBBITS are fascinated. They follow the word round with their eyes. A memory stirs in FRODO. He whispers to SAM.

FRODO

Gollum says ...

The sentence is cut off by GANDALF's hand clamping over FRODO's mouth, but the words that did escape chase the other around the echo chamber, rising from a whisper, rapidly, to a shout.

The two voices intermingle.

THE VOICES

Gollum says ... preciouss ... Gollum says ...
preciouss ... Gollum says ... preciouss ...

GANDALF hurries them out of the chamber into the far tunnel.

INT. MORIA (The underground kingdom of the Dwarves) DAY

GANDALF pauses. GIMLI breaks out into enthusiastic exclamations in his lost tongue, then he explains.

GIMLI

Yes, yes, the chamber is a device to warn of intruders. Ahgh! The Dwarves of Once!!

FRODO

I'm sorry Gandalf, but that voice ...

It was Gollum. GANDALF
And his voice is still
fresh.

GANDALF looks about grimly and draws his sword before pressing on.

GANDALF
Keep in file. You, Aragorn, take up the
rear. And Gimli, help me find a way.

They start to walk, strung out in a line. They stumble on, their footsteps echoing down the dark tunnel; no one is inclined to speak. GIMLI mumbles to himself, happily. The way turns and twists. Now and then steps lead them downwards. Sometimes the path divides and GANDALF pauses to choose a way, occasionally consulting GIMLI. The walls are wet and over the carved stonework, staligmites and stalactites have grown. The HOBBITS can barely see anything except the glow of GANDALF's staff, but FRODO notices that GANDALF holds his sword, in his other hand.

The going becomes harder. The ground is strewn with boulders. Turning a corner, GANDALF cries out a warning and stops abruptly. But PIPPIN who is just behind, fails to stop, and plunges into darkness. GANDALF grabs his foot and pulls him up. PIPPIN is trembling.

PIPPIN
I dropped my frying pan.

SAM
I didn't hear it fall.

GIMLI looks down into the fissure.

GIMLI (enthusiastically)
Probably still falling.

A moment later they hear a faint and distant sound of metal striking rock. PIPPIN shudders at the thought of it.

The tunnel opens into a large space GANDALF frowns. While the others rest for a moment, he searches for the perimeter and investigates the arches, and tunnels which burrow away in all directions.

GANDALF
Now we have many choices.

LEGOLAS

But why, dear Gimli, did the Dwarves want to live in these dark holes.

GIMLI (reacting emotionally)

Holes! This is the great Kingdom and City of Moria. Once it was not dark, but full of light and splendour.

GANDALF has turned towards them and GIMLI, in his enthusiasm, seizes GANDALF's staff and hurls it high in the air.

The staff spins up in a great arc, illuminating for a second or two a magnificent high vaulted roof suspended on great carved pillars that seem to grow out of the floor like muscles and tendons of stone. They gasp at its splendour: they had no idea that they were in such a place.

GANDALF, unimpressed, catches the staff as it falls.

GANDALF

More to the point; which of these passages will take us to the other side of the mountain?

He resumes his explorations. The others follow him.

MERRY

Are there still piles of gold and jewels lying about?

GANDALF

No. The Orcs plundered Moria after the Dwarves were driven out.

GANDALF moves from arch to arch along the perimeter of the vast hall. GANDALF thrusts his staff into the darkness, and whips it so that it oscillates. He mutters a spell and a great flash of light springs from his staff. For a split second, an underground city, like a vast amphitheatre, is revealed. He looks through the next archway - again, the flash of light - this time, a bottomless pit, with cranes and pulleys jutting over the edge.

GIMLI

See! Dwarves are not just moles scratching in dirty holes.

GANDALF stops at a passageway. He considers it, his nose twitching.

GANDALF

Ah, the air in here is less foul. This is our best chance. Come.

Once more, they proceed in single file. The way ascends. An uneasiness percolates through the FELLOWSHIP.

SAM (whispers)

Look, master, how Sting glows.

FRODO draws Sting, his sword, which glows with a fierce blue light.

FRODO

So it does, that means Orcs ... Orcs!

Panic. The news is passed along in bated whispered breaths.

'Orcs ... Orcs ... Orcs ...'

All draw their weapons. The air has become stifling. They sweat and pant for breath. They move on stealthily over an undulating surface, which is soft beneath their feet.

A percussive beat breaks the silence.

Then it is answered by another, then another. GANDALF calls a halt, listening, perplexed. He lifts his staff and taps it on the ground. The ground responds with a strong, drum-like beat. And then another. GANDALF stoops to examine the ground. What he sees horrifies him, his staff is tapping on the chest of an inert ORC, which suddenly stirs, its heart pulsating and resounding.

GANDALF

Orcs! Run!

He swings his staff and it throws off a vivid swathe of light. They see that the rough ground around them is covered with inert ORCS.

BOROMIR steps back, aghast; his foot treads into the chest of an inert Orc. It heaves. Its heart begins to beat with a loud drum-like thump. It stirs.

ORCS are human-like creatures, with reptile and bird-like features. A kind of armour grows spontaneously from their bodies.

The COMPANIONS run and scramble over the inert bodies.

MERRY
But ... they're ... dead.

GANDALF
Not dead! A blow will revive their filthy
lives. Run!

The ORC which GANDALF struck with his staff is staggering to his feet, beating his chest viciously. Its heart-beat resounds clearly.

It gains energy. He kicks another ORC in the chest, who also stirs and then beats his chest in turn, to get his heart going.

AS GANDALF and the others run, their feet kick into and tread on, the chests of other ORCS. They come to life, beat their chests, and kick their companions. The place is resounding with clusters of percussion-like sounds, now revealed as the beating or ORC hearts.

The awakening of the ORCS gains momentum. They pursue the FELLOWSHIP. Some ORCS rise up in their midst, blocking their way. GANDALF and ARAGORN smite them down before they gain full powers.

The ORCS gather in number. The FELLOWSHIP is in full flight, pursued now by the spears and clubs of the ORCS. Ahead in the tunnel, a glimmer of daylight. LEGOLAS points towards it.

LEGOLAS
Hope sends a messenger to our black
hour.

The ORCS are held back by GIMLI whose rage has added enormous strength to his prowess. He conducts a one-man massacre, scything down ORCS as they arise. As he strikes, GIMLI calls out warcries in his harsh guttural tongue.

The HOBBITS fight by his side, darting in and out, hacking at the scaly shins of the ORCS.

An ORC rises just beneath FRODO's feet. FRODO deflects the ORC's blade, which scrapes his side, and he is thrust back, on to a dormant ORC. The ORC beneath him stirs and FRODO is thrust upwards. The ORC assailing FRODO is impaled on Sting, and falls onto him.

FRODO is between an ORC which is reviving, and a dead ORC. BOROMIR sees FRODO, and pulls him out, but the dead ORC has grasped FRODO's wrist in a death-lock. BOROMIR cannot break

the ORC away, so he hacks off the hand. FRODO runs off, the hand hanging from his wrist. ARAGORN, wielding his Sword, defends them.

All flee, except GIMLI, who will not give ground.

GANDALF

Gimli, I command you! Fall back!

Reluctantly, he does so. The way out of the mountain is clear now. There is more light, and ahead, a narrow bridge of rotting rope and wood spans a chasm of some twenty feet across. The chasm glows dimly with firelight.

GANDALF

Quick. Over the bridge.
Fly.

As FRODO runs, he tugs at the ORC hand still grasping his wrist. They are fleeing for the bridge, when out of the chasm rises a terrifying sight.

A huge creature wreathed in flame, whose soft body changes in shape, moves towards them, barring their way to the bridge. Its presence makes a strange humming sound.

GIMLI

The Balrog! The bane of greedy
Dwarves!

The ORCS scream and cover their eyes, holding back as the creature rises up.

The HOBBITS are struck with horror.
GANDALF throws an anguished look in their direction.

GANDALF

Cross - while you can!

But the BALROG has a paralysing effect.
The COMPANIONS feel their wills sap, their limbs grow heavy.
They can scarcely move.

FRODO feels for the Ring and holds it. He has a powerful desire to put it on. GANDALF sees what he is doing and strikes FRODO's hand with his staff.

The COMPANIONS, desperately try to reach the bridge with strange slow movements, but it is as if they are climbing an impossibly steep hill, for they slide and slip back.

A yellow dazzling glow emanates from the creature and fills the cavern. GANDALF confronts the BALROG with staff and sword.

GANDALF

You cannot pass!

The BALROG's fire and sound fade for a moment. The COMPANIONS feel the spell weaken. ARAGORN recovers himself.

ARAGORN

Across the bridge!

With the flat of his sword, he drives the sleep-walking HOBBITS towards the bridge. BOROMIR's eyes are fixed on the BALROG. GIMLI and LEGALOS drag him to the bridge.

BOROMIR

It has gutted and filleted me. Oh, Gondor, forgive me

They manage to clamber up to the swaying bridge, but the BALROG grows in power again, swelling out, its light reviving. It moves towards the bridge and the COMPANIONS are once again drained of will and strength.

Only GANDALF stands between them. He utters a great cry, and strikes the BALROG with his staff. The staff incinerates and GANDALF plunges his sword into the belly of fire. The creature closes around GANDALF, engulfing him. But the force of GANDALF's attack drives it back and it crashes through the bridge, into the abyss.

The bridge is torn apart. GANDALF and the BALROG spin down into the fiery deeps, clutched in mortal combat. The broken rope bridge hangs precariously into the chasm.

The FELLOWSHIP cling to it as best they can. ARAGORN and LEGALOS drag themselves to safety and start to haul up the others.

FRODO makes no attempt to help himself but hangs to a rope, looking down at the ever-diminishing form of GANDALF and the BALROG. At last, they disappear from sight.

And suddenly flames leap up from the glowing chasm. The fire changes in colour to a deep blue.

Meanwhile, the ORCS resume their attack, as soon as they see the BALROG fall. In their frenzied desperation to reach the helpless COMPANIONS, as they struggle with the collapsing bridge, the ORCS try to leap the chasm. None can achieve it, and many plunge into the flames. Some even use each other as stepping stones, leaping on the back of one who has already jumped out. Swords and rocks, however, do cross the gap, and the FELLOWSHIP is forced back.

FRODO cannot tear his eyes away from the pit, but the others lead him off and they retreat towards the light, with dismay in their hearts.

EXT. A LAKE SUNSET

The FELLOWSHIP limps on in silence across a dusty land. Their wounds from Moria are dressed with leaf poultices. They look tired, bedraggled and dispirited. No one speaks.

Then LEGOLAS' face brightens as he looks ahead. He smiles and indicates something. The others strain to see. The weary, drawn, faces squint ahead. Gradually, one by one, they see the glad sight that LEGOLAS sees. Their parched lips crack into smiles and painfully, hobbling along, they quicken their pace. They break into a loping run.

It is a lake, standing like an oasis, surrounded by trees and shrubs, a riot of blossom. Flowers circle the lake and lillies adorn the water, which is fed by a slender waterfall. It is idyllic, dream like, a wild garden of Eden.

The eight tired companions stumble into the water up to their knees and then collapse into it, moaning with relief.

LEGOLAS

Ah, the pungent fragrance of the waters.

ARAGORN helps FRODO to take off his clothes. The water runs over their limbs and fatigued faces, easing aches and wounds. The HOBBITS quickly recover their spirits. PIPPIN breaks into song and splashes his feet.

PIPPIN

I say 'hurray' for a bath at close of day,
That washes the weary mud away
And never did fountain sound as sweet,
As the splashing of water made by my feet.

ARAGORN trickles water over a bruise on FRODO's side, and already it fades. The Ring dances in the incandescent waters. The others draw closer to help ARAGORN. They have all taken off most of their clothes and are caught in the spell of the waters.

FRODO feels immensely relieved. He takes a deep breath, and looks around at the beautiful setting. Then he looks up at the others.

FRODO

I . . . I feel as if I was inside a song.

A FIGURE surfaces out of the waters before him. She is a tall and beautiful woman of elven features, sparsely clad, statuesque, aloof. As she rises to her feet, the others see her too and start in wonder and alarm, ready to draw their weapons. She addresses someone behind them.

SHE

They are not to be feared . . .

They turn to see elven bowmen relaxing their bowstrings. Beyond the bowmen, is something they cannot quite make out at first. Where previously there had been trees and bushes, is a large opening; a hole seems to have been cut in the landscape. They discern the vague outline of a great tent on which are true-to-life representations that blend in perfectly with the surroundings.

The company turn their eyes away from the tent, back to her. Just ARAGORN and LEGOLAS endure her glance, while BOROMIR is confused, looking away and glancing back again seductively.

SHE

Not since the broader days when I was queen
in my own land have I seen Elf and Man and
Dwarf and Halfling, together.

PIPPIN

(daringly)

We're Hobbits, not Halflings.

She casts a cold look at PIPPIN, who cringes. Shimmering pearls of water glide down her body.

LEGOLAS

Oh, Galadriel, you are Galadriel of the
Mirror.

LEGOLAS, strumming on his bow, breaks into a bird-like dance.

LEGOLAS (in a suave, seductive voice)

Your beauty plucks at my heart, as a bird
seeks out the fruit among the leaves.

While LEGOLAS performs, GIMLI's eyes drift across GALADRIEL's body. He tosses and catches his axe, looking tough. BOROMIR is puffing himself up, and throws back his cloak to reveal his muscles, while ARAGORN takes up a stance of dignified nobility.

GALADRIEL

Truly an awesome quest this company has
set upon, for you bear the Sword-that-was-
broken, and not forged again.

ARAGORN is disturbed by the mention of the Sword. He fumbles nervously with his scabbard and water pours out of it. He looks embarrassed, realizing he has lost dignity.

ARAGORN (with melancholy)

Gandalf, the Grey Wizard, was our guide.
But he has fallen, and we are lost, and
we have great need to look in your mirror.

At the mention of GANDALF's name, a tremor of remembered grief passes through the Fellowship. The balm of the lake and the fascination of GALADRIEL had distracted their minds from their great loss. LEGOLAS and GIMLI bow their heads, while the HOBBITS break into wails and laments.

HOBBITS

Oh, Gandalf ... Gandalf is gone ...
Oh, Gandalf ... Gandalf

GALADRIEL (softly)

Gandalf - I knew him once, before he
took the guise of man.

SAM, MERRY and PIPPIN now break into a dirge. FRODO listens sadly.

SAM, MERRY, PIPPIN (singing)

The finest rockets ever seen
They burst in stars of blue and green,
Silver spray and golden showers
Come falling like a rain of flowers.

They continue to hum the tune in a wailing way, whilst FRODO chants a litany to the virtues of GANDALF.

FRODO

His busy eyebrows ... his riddles ...
his quick temper ...
... the secrets of his cloak ...

GALADRIEL watches in a detached manner, studying each member of the FELLOWSHIP. BOROMIR cannot keep his eyes off her. He steps up to her, exuding self-confidence.

BOROMIR

You are the true mirror of beauty, Lady of the Mirror. I am Boromir, and my father, Denethor, is the Steward of the great city of Minas Tirith, which alone stands in arms against the common Enemy.

BOROMIR, with a flush of passion, takes her in his arms and kisses her. She remains aloof and unresponsive. His ardour withers and he turns away, with a bitter cry of humiliation.

SAM

She is a pretty flower, but she badly needs watering, she does!

Her eyes and Sam's meet. SAM blushes. GALADRIEL betrays a faint smile of amusement. FRODO is still running water over his bruise, his expression innocent and sad.

GALADRIEL stoops down beside FRODO and trickles water over his fading bruise. Her hand moves across his chest, touching the Ring. The others gasp. She senses the sudden tension, but FRODO remains tranquil. MERRY steps up with servile aplomb, and begins to wring out her beautiful long hair.

GALADRIEL

(to Frodo)

And a lot of fuss is made about you,
Halfling ...

PIPPIN is nervously bouncing flat stones over the pool. He interrupts GALADRIEL.

PIPPIN

Hobbits.

She turns on PIPPIN with a cold look. FRODO points to one of PIPPIN's stones bouncing over the water.

FRODO

Look! If it floats, we're Hobbits; if it sinks, we're Halflings.

At these strange words, they all turn to watch. The bouncing stone disappears behind a bend.

FRODO and GALADRIEL look into each other's eyes. FRODO smiles shyly. She shakes out her mane of hair, and looks at FRODO in a way that is not without warmth. She whips her hair and draws closer to him. Her hair is like a net and a halo which engulfs FRODO, enveloping him.

GALADRIEL

You shall look into the Mirror;
and you alone.

INT. GALADRIEL'S PAVILION NIGHT

It is a soft space defined by drapes, at the summit of the great tent, partially open to a bright starlit sky. GALADRIEL and FRODO are seated on a floor of carpets and cushions. Between them is a small silver basin on a tripod. In the basin there is water. FRODO looks into it and sees only the water.

FRODO

I look and I see nothing.

GALADRIEL

You look and you see nothing, for you are not yet ready.

FRODO

When, when shall I be ready? And how?

GALADRIEL

With knowledge. And I am that knowledge.

FRODO

I - I don't know what questions I should ask.

GALADRIEL

Your eyes ask questions ... already.

Accepting the invitation, his eyes wander over her body, drinking in its loveliness. GALADRIEL's austere and aloof features soften. GALADRIEL's hand touches the chain from which the Ring dangles. And FRODO's hand takes hers.

FRODO looks again into the reflection in the basin and sees their two faces come together and kiss.

INT. TENT NIGHT

ARAGORN's face is half-hidden in the shadowy light. His sad eyes shine faintly as he hums a few bars of a haunting, nostalgic song.

The others are seated or lying on a soft curved surface of fine webbing, like a great hammock or circus safety-net, which is suspended inside the tent, from poles and trees. Above, other hammocks are strung where ELVES can be glimpsed. Below, through the mesh, are pack mules, who are stabled on the ground level of the tent.

The mules chew, stamp, and flick their tails. Their restlessness reflects that of the FELLOWSHIP now that FRODO is with GALADRIEL. GIMLI sharpens his axe, sparks fly. BOROMIR and LEGOLAS clean their sword-blades.

GIMLI (sighs)

Galadriel! A mighty piece of stone she is, for a Dwarvish tool to carve.

BOROMIR (bitterly)

She wants to read our thoughts for her own good purposes. We may be safe from the Orcs tonight, but I fear for the Ring. I fear for Frodo. I fear for the Ring.

PIPPIN (anxiously)

What's holding Frodo, why doesn't he come?

They are all nervous, except for ARAGORN, who remains aloof.

MERRY bites on a Lembas. He rolls it in his mouth, savouring the taste ecstatically.

MERRY

Galadriel.

They all look up, listening for a sign of FRODO. They hear only the restless mules below.

BOROMIR

To evil ways this company has been led.
I shall take the South bank of the Great
River and go to Minas Tirith. It is my
duty. It is folly to enter Mordor without
a great army.

ARAGORN

Folly may also be our duty. I shall take
the North bank to Mordor. Tonight Frodo
can fend for himself, and for once we
may sleep in peace.

A brief pause.

GIMLI

Why did I come on this quest? I saw
Moria overrun by Orcs, and Gandalf
fall, and now I see beauty and even that
is taken from me ...

The others have settled down to sleep. GIMLI sluggishly continues sharpening his axe.

LEGOLAS (in a sad whisper)

Alas for us all. But Gimli, memory
shall be your reward ...

GIMLI

Memory is not what I ache for, dear
Legolas.

Unwittingly, GIMLI runs his finger along the gleaming edge of his axe. He reacts with an aggrieved howl. LEGOLAS, who is dozing off, smiles. The others fidget and turn as they seek elusive sleep.

EXT. SKY SUNRISE

GIMLI's howl transforms into a sensual cry, and now sounds more like FRODO's voice. On the horizon, a red glow appears. The cry thins out into a pure musical sound. The first rays of the sun appear. The undersides of the clouds redden: and the redness expands like a stain across the sky. The music fades as if it had been absorbed into the swelling red glow.

EXT. THE LAKE DAWN

GALADRIEL and FRODO are floating in the waters of the pool. It is very still. They do not move for fear of disturbing the perfection of the moment. Finally FRODO sighs a sigh of sadness.

FRODO

I will look into the Mirror. I am ready.
I feel ready.

But FRODO makes no move. GALADRIEL's hair drifts through the water and rests on FRODO's chest. A ring that he has not seen before lies on her finger and a halo of light emanates from it. FRODO is fascinated.

GALADRIEL

So you see it. It is one of the Elven Rings of Power, that are hidden. But it cannot be hidden from the Bearer of the One, who will know the Eye.

FRODO is overcome by the wonder of GALADRIEL. He looks into her eyes.

FRODO

You are wise and fearless. To you the Ring should be entrusted.

He takes off the Ring and hands it to her. But FRODO does not release the chain. She handles it, and is about to put it on.

She holds it against the Elven Ring, to see how they look together. An ugly grimace comes over her face. She is afraid, trembles. FRODO sees her reaction and pulls back the chain. She regains her radiant beauty and her warmth.

FRODO

I cannot give it, and you cannot bear it.

GALADRIEL seems to diminish, and FRODO to grow in stature. He is ascendant now, greater than she.

GALADRIEL

If you fail in your quest, we are laid bare to the Enemy. But, if you succeed, and destroy the Ring, our powers will fade too, and the Elves will dwindle to a rustic folk of dell and cave, slowly to forget and to be forgotten . . .

FRODO

No! Never will the power of the Elves die, for what I felt in you is the stuff of which all life is made.

GALADRIEL (with increasing melancholy)

After we have gone, our powers may find a small place in the hearts of women. In other women you will remember me - in them, men will sometimes find a fleeting vision of what we were. Now the world is full of peril, love is now mingled with grief ... with grief, love grows, perhaps, the greater.

GALADRIEL, defeated, looks down at FRODO. A confusion of tenderness, of desire, and of great sadness is in her eyes.

Suddenly, within the wild flowering landscape before them, an opening appears, as the flaps of the tent are thrown aside. ARAGORN, BOROMIR, LEGOLAS and GIMLI, and the HOBBITS file out. Their faces show signs of a bad night's rest.

BOROMIR (impetuously)

I say we take the South Bank.

ARAGORN (interrupting)

The North Bank should be our course.

They look angrily at FRODO but he faces them calmly and squarely, standing a little in front of GALADRIEL. They notice his new assurance and their determined, aggressive manner melts into uncertainty. He addresses them quietly.

FRODO

I have looked into the Mirror.

EXT. RIVER DAY

A strange spectacle - the eight members of the FELLOWSHIP apparently glide across a landscape of trees and grasses. They move without ever taking a step. Closer inspection reveals a river.

They are drifting downstream on a large improvised raft made of rushes and reeds. ARAGORN is at the stern, steering with a long oar, made from a branch. The river flows at a steady, placid rate. They have been scanning the river banks.

LEGOLAS

There is no alarm among the birds,
the trees are at peace.

BOROMIR is almost disappointed. He sits down.

BOROMIR

Peace! It sits on me like rust upon a
sword.

GIMLI sprawls out, sighing with boredom. MERRY yawns.

MERRY

I must agree that all this rest is very
tiring.

SAM is smoking his pipe. He hands it to PIPPIN, who draws on it,
and then offers it to BOROMIR, who refuses; he passes it instead,
to GIMLI. They are all spread out over the raft, smoking, nibbling
Lembas; hands trailing languidly over the side. MERRY chews on
a Lembas.

MERRY

Raspberry jam.

He grimaces.

MERRY

I'm sick of raspberry jam.

In contrast, ARAGORN stands erect at the rudder, a tall watchful
figure. PIPPIN is full of well-being. Pipe in mouth, he addresses
LEGOLAS in a rhetorical way.

PIPPIN

Lord Elf, the trees.
They seem to bow and curtsy as we pass.
Or does the breeze bend them?

The smooth pace of the raft is hypnotic. The tree-lined bank
drifts past, tranquil, somnolent.

SAM and FRODO sit together, slightly apart.

FRODO

Its too perfect, as though your garden in
the Shire stopped growing weeds, Sam.

SAM

A gardener leaves others to enjoy the beauty. His eyes are skinned for weeds ... There's weeds everywhere, Master Frodo.

FRODO

Even here?

SAM nods. He leans closer to FRODO and speaks in a low voice.

SAM

Last night there was a log floating by us. I was half asleep.

FRODO

... and it had eyes, didn't it?

SAM

You saw it too?

FRODO

I wasn't sure. This river journey ... it is hard to tell between waking and sleeping.

SAM

It got me thinking of that play-acting at the Council.

FRODO

We can both put a name to it, Sam.

SAM

It is then ...

FRODO

Yes, Gollum.

SAM shudders.

EXT. RAFT AND RIVER NIGHT

ARAGORN is at the helm; GIMLI stands at the prow, pole in hand, keeping watch. The raft drifts down the centre of the river.

The others sleep peacefully. Only SAM is watchful and awake. He starts. The log is by the side of the raft, two eyes peering up. SAM stealthily wakes FRODO. The log slips into the shadows but they hear

a hissing of breath at the edge of the raft.

Suddenly ARAGORN is at their side and his sword cleaves down into the water. But FRODO stays his hand, and a dark shape darts away through the water.

ARAGORN

Why?

FRODO does not reply, but nor does he cringe from ARAGORN's reprimanding look.

ARAGORN and FRODO look hard into each other's eyes. There is a new understanding between them.

The moment is broken as BOROMIR stirs in his sleep, and a child-like whimper escapes him.

ARAGORN

A strong man's fears hide in his dreams ...

His glance goes from BOROMIR to FRODO, and then to the river.

ARAGORN

... the peaceful river conceals Gollum ...

FRODO smiles shyly.

FRODO

... And a foolish Hobbit bears the Ring.

ARAGORN

Not all is what it seems.

ARAGORN smiles. It is the first time FRODO has seen him smile.

EXT. RIVER AND RAFT RAPIDS DAY

BOROMIR is on watch at the prow. ARAGORN is at the helm. The river flows faster now. The others rest and doze. GIMLI awakes and sits up listening.

GIMLI

I hear the rapids!

BOROMIR looks back. He is indolent and exhausted by boredom.

BOROMIR

I hear nothing.

ARAGORN

Gimli's ear reaches further than ours.
Strive for the river bank!

The COMPANIONS are glad of some action. They take up the paddles and poles with relish.

Then a whoosh of bow-strings accompanied by fierce blood-curdling cries breaks upon them.

BOROMIR

Orcs! At last!

A great flight of arrows rises out of the trees. Each arrow trails a strip of black cloth, and they are so dense, it seems as though a thunder-cloud is darkening the sky. The arrows strike the raft and water like hail-stones. The EIGHT shield themselves as best as they can. One shaft strikes, the frying pan which SAM holds above FRODO's head.

ARAGORN

Back! Paddle for your lives.
The far bank!

Some of the Orcs rush forward from the trees and wade into the water. More arrows rain down upon them, and around them. The COMPANIONS drive the raft furiously across towards the other bank. MERRY is struck in the arm with an arrow.

MERRY

I'm hit! I'm wounded! I'm dying!

LEGOLAS skilfully slits around the arrow, extracts it. He inserts into the slit a special leaf which he plucks from his dress.

LEGOLAS

It is slight. This will draw the poison.

They are drawing closer to the other bank, but the river sucks them downstream, towards the rapids.

Another flight of arrows sings out from ORCS. BOROMIR is struck in the leg. SAM is hit on his bare foot. They desperately paddle against the increasing current, oblivious of their wounds. An arrow strikes GIMLI in his side. The raft is soon irrevocably caught by the current which bears them swiftly down towards the rapids. They

are soon out of arrow range. LEGOLAS laughs grimly.

LEGOLAS

The same force that draws us from the arrows drives us to the rapids.

ARAGORN fights desperately to keep the raft in control. Rocks point up angrily through the boiling waters, and he struggles to steer the raft between them. The once peaceful raft is now a platform of pain and confusion.

ARAGORN

Lash down the Hobbits! Tie the Ring-bearer by me at the stern!

Spray mingles with blood, and blood mingles with sweat as they battle for survival. Before they can complete their tasks, the rapids take them.

Somehow ARAGORN forces the raft through a narrow channel between shoals and rocks. Down, down they plunge. BOROMIR pins the HOBBITS by lying spreadeagle over them.

The raft plunges over a cataract and lands in swirling turbulent waters, it spins into a shallow pool, and runs aground. ARAGORN slumps over the helm, the others lie panting and bleeding, half drowned.

The rapids have ceased, the river flows on, winding away into the distance, looking much like the road that began their journey. The musical theme of 'The Road goes ever On' reinforces this impression.

I N T E R M I S S I O N

EXT. CROSSROADS AND HILL DAY

The eight members of the FELLOWSHIP, their wounds dressed, are trudging along a path. They arrive at a crossroads, above which stands a hill. BOROMIR glances up at the sun, and turns onto a southward path, but he is frozen in his tracks by ARAGORN's mighty voice.

ARAGORN

Wait! The doom of choice is upon us. South with Boromir to Minas Tirith, or North to Mordor? Shall we break our Fellowship, and each go his own way? I am not Gandalf, and cannot play his part. Frodo! The burden is laid upon you.

FRODO does not answer at once. He stands apart.

FRODO

Give me an hour, and I will speak.

The others settle down in the grass, resigned to waiting. BOROMIR's eyes follow FRODO as he wanders off.

FRODO is climbing the hill. He seems relieved to be by himself for once. He walks up the hill and near the top, sits down on a rock.

Chin cupped in his hands, FRODO stares off sadly into the distance. A figure is stalking up to him from behind. A premonition comes over FRODO. He springs up and turns, and in front of him stands BOROMIR, towering above him, a great grin on his face. He sits down beside FRODO, who edges away, uneasy.

BOROMIR

The Orcs may be near. I feared for you ... and two heads together may ...

He taps his head.

FRODO

I know what I should do, but I am afraid, Boromir, afraid. There is a warning in my heart.

What warning? BOROMIR (over-reacting, guiltily)

Against delay ... FRODO
and against trust in the
strength and truth of Men.

He flexes the muscles of his arms and slaps it.

But for this arm, BOROMIR (angry, blustering)
Orcs would be
roasting Hobbits in the Shire today!

I do not doubt the FRODO
valour of your race,
but the world is changing. If your
strength fails, what then?

There's hope until BOROMIR (passionately)
we do fail.

No hope while the FRODO (shakes his head)
Ring lasts.

The Ring! Let me BOROMIR (placatory)
look at this little
trinket ...

BOROMIR becomes increasingly intense. His voice trembles as he struggles to contain his fierce emotion.

The Ring of Power. BOROMIR
Such a little thing.
It is a gift, I say. Only the fearless, the
ruthless, they alone will gain victory.

BOROMIR, to give vent to his intensity, leaps to his feet. FRODO jumps up and moves away. BOROMIR holds out his hand as if expecting FRODO to give him the Ring. He becomes strangely quiet, moving slowly towards FRODO, stalking him. FRODO retreats, fearful now, and as he does so, gropes inside his tunic for the Ring.

BOROMIR leaps forward to grab FRODO. FRODO slips the Ring on his finger, and vanishes. Clutching for the invisible FRODO, BOROMIR stumbles and falls. For a moment, he is motionless. Then he rises, crying out.

BÓROMIR

What have I done? Frodo! Frodo!
A madness took me. Come back ...

Bellowing and crying, BOROMIR staggers off down the hill.

Inside the vision of the Ring, FRODO is visible again, but not to BOROMIR.

EXT. VARIOUS LOCATIONS MODEL DAY

FRODO sees, with the Power of the Ring, far-off lands drawing closer and rising up in front of him. The landscape shrinks under his eye until he can see all of Middle-Earth.

In the Misty Mountains, ORCS swarm out of holes like ants.

Under a forest, a battle is raging.

Wild WARGS roam the plains.

And then he sees Minas Tirith, a fortress city of towers and battlements, bright banners flying on its turrets. FRODO smiles but then his face falls.

FRODO

Mordor!

Beyond Minas Tirith, is a monolithic barrier the great wall of Mordor. Beyond the wall is a desert plain, and FRODO can just make out armies camped across it. Above them looms a volcano from which rises a heavy pall of smoke, covering the land and churning through the sky.

FRODO

Mount Doom!

Under the mountain stands a great tower and his eyes are drawn towards a pinpoint of light which appears above it. The light grows into a single socketless eye, rimmed with fire, glazed, yellow as a cat's eye.

The Eye begins to rove, searching this way and that. It seems to be probing towards FRODO for finally it stares directly at him. FRODO is transfixed by it. He shudders. The eye grows larger, moving towards him. He is afraid, but fascinated. He takes hold of the Ring, ready to pull it off. The Eye gets steadily larger, filling all of Mordor. FRODO jerks the Ring off his finger.

The landscapes that were rearing up in front of him, whip away like sails let loose in a gale. His vision returns to normal. He sinks exhausted on to a rock, pale and drained by the experience. He gets to his feet and looks in the direction of Mordor.

FRODO (in a small voice)
I will go alone, and now.

With a set look on his face, he strides towards Mordor, walking in a straight line, oblivious of obstacles.

Meanwhile, back at the crossroads, ARAGORN, LEGOLAS, GIMLI, SAM, MERRY and PIPPIN, are anxiously awaiting FRODO's return. SAM points to a shadow cast by a tree.

SAM
When he left, the shadow was there,
but now it has crept up to here.

LEGOLAS
And Boromir, what holds him?

With sudden decision, ARAGORN leaps to his feet. The others jump up spontaneously, waiting his command. ARAGORN runs off in the direction FRODO took, the others follow.

ARAGORN
... with me!

The company strung out in a line, runs up the hill. They almost collide with BOROMIR, who is staggering towards them, crying with remorse, unable to talk, choking on his words.

BOROMIR
I ... I ... The Ring, the Ring ...
Frodo ...

He points up the hill. ARAGORN, LEGOLAS, GIMLI and SAM understand and rush on.

MERRY and PIPPIN who are lagging behind, reach BOROMIR and are moved by the sight of the great warrior in tears. MERRY takes his hand and caresses it. PIPPIN turns to see ARAGORN, LEGOLAS GIMLI and SAM disappearing over the crest. He looks back and is grasped by terror. He stumbles backwards, struck dumb with fear, and crashes into BOROMIR. MERRY gives him a reprimanding look.

MERRY

This is no time to play the clown ...

Then MERRY sees what PIPPIN sees.

ORCS, not more than twenty feet away are closing in. BOROMIR sees them too; it is a welcome release for him. With an angry roar he wipes his eyes with his forearms as he draws his swords: his own, and half of the Sword-that-was-broken.

Over the other side of the hill, ARAGORN, LEGOLAS and GIMLI appear, fanning out. Suddenly, SAM ducks and hides, he is panting frantically, looking this way, that way.

SAM

Hobbit sense ... Hobbit sense ... think!

He starts off one way, then another, then another.

Meanwhile, ARAGORN is searching for FRODO's tracks. He runs, bent double. He circles round then finds some signs which lead him upwards.

Far below he sees FRODO moving steadfastly away towards Mordor. Some way behind is SAM, running to catch up with his Master, faintly calling his name. FRODO does not look back. ARAGORN is perplexed, unsure how to interpret this.

BOROMIR fights ferociously and desperately against the ORCS.

BOROMIR

Elendil! The Shire!

Bleeding, struck by many arrows, he fights over the huddled bodies of MERRY and PIPPIN.

He falters, then recovers; splintering and slashing ORC-arrows in mid-air with his swords. He hurls himself at the ORCS, but he is pierced again and again, and slumps to the ground. The ORCS cheer brutishly. Still he shields MARY and PIPPIN as best he can, but ORCS holds him off with spears while an URUK-ORC snatches up MERRY and PIPPIN and runs off howling victoriously; a HOBBIT dangling from each hand.

BOROMIR lifts his great horn to his bleeding mouth and a deafening blast breaks from it.

The grass around ARAGORN bends in waves as the sound of the horn passes over it. He runs to give aid. As he gets closer he sees the ORCS.

ARAGORN

Boromir! Boromir!

In succession, first GIMLI, then LEGOLAS hear the horn and are frozen in their tracks. They see ARAGORN changing the ORCS. They go, too. The sound of the horn falters and fades.

The ORCS scatter into the trees when they see reinforcements. GIMLI and LEGOLAS give chase while ARAGORN helps the dying BOROMIR. He takes his head in his arms. BOROMIR tries to speak.

BOROMIR

... the Halflings ... The Orcs have taken them.

He gasps, chokes with emotion and his eyes begin to glaze over. With a struggle, he revives.

BOROMIR

Aragorn, my blood brother. Take the Sword-that-was-broken. Go to Minas Tirith in my place.

ARAGORN

Be at peace. Minas Tirith shall not fall.

GIMLI and LEGOLAS burst through the bushes, bloodied and breathless. They stop in their tracks when they see BOROMIR's lifeless body and ARAGORN's tearful face.

ARAGORN

This is a bitter end ... we have failed. The Fellowship is all in ruin. Frodo has gone his own way. The Ring has done its evil work.

ARAGORN's head sinks down in sorrow. His will, his power, have forsaken him.

EXT. THE HILL DAY

BOROMIR lies buried under a mound of stone in the roots of a withered tree at the prow of the hill. GIMLI adorns it with the weapons of the vanquished ORCS, their curved blades sticking out of the stones like spines on a porcupine. ARAGORN, his knee bent, holds the two halves of the Sword-that-was-broken. They are pressed to his forehead in salute.

ARAGORN

May this withered tree blossom with the
flesh of Boromir, son of Denethor, the
Steward of Minas Tirith.

GIMLI finishes his work and kneels down, placing his ear to the
ground.

LEGOLAS

What are the rumours of the earth?

GIMLI

The Orcs go North, moving fast.

LEGOLAS

Gimli and I will not forsake Merry and
Pippin to the Orcs.

LEGOLAS looks up, but ARAGORN does not respond. He goes
over and takes ARAGORN's hand.

LEGOLAS

Our ways part, for Minas Tirith lies
far to the South. Aragorn, farewell.

ARAGORN rises up, strangely powerful, yet a distant look in his
eye.

ARAGORN

I will go North with you.

LEGOLAS

But you are held by a death pledge to
Boromir. You must go to Minas Tirith.

ARAGORN

And yet I will go with you.

GIMLI and LEGOLAS are profoundly disturbed. They exchange
looks, suspecting ARAGORN is taken with madness.

LEGOLAS speaks in a low voice.

LEGOLAS

Would you set two Halflings above the
plight of a great city?

ARAGORN is racked with inner conflict. When he speaks, it is as though the words are torn from his heart.

ARAGORN

I cannot, and yet I will.

EXT. LANDSCAPE OF BOULDERS AND CLIFF DAY

SAM and FRODO struggle across a brutal, unrelenting country, constantly forced to change direction in order to find a path.

They come to the edge of a cliff; below it extends a vast, misty marshland.

Beyond the bog is the Great Wall of Mordor: a formidable barrier made partly from a natural range of rocks and cliffs, the gaps bridged by walls and fortresses. A pall hangs over the land behind the wall, but through its pall the towering outline of Mount Doom can just be made out.

SAM makes a face and puts his hand to his nose.

SAM

Phew! Those bogs! The stinking marshes.

FRODO

I feel as naked as these rocks. It's that Eye.

SAM surveys the gloomy scene and when he looks back, FRODO is already descending, searching for footholds in the cliff face. SAM joins him.

EXT. PLAIN SUNSET

Flat scrub land, broken rocks, clumps of trees. ARAGORN, GIMLI and LEGOLAS run at a fierce pace, throwing long shadows across the flat plain. Without slackening speed, ARAGORN bends over from time to time, reading the tracks. LEGOLAS points far ahead.

Two broken bodies lie across their path. They exchange looks of alarm and run on towards them.

The bodies are ORCS; they are relieved. LEGOLAS examines the ground.

LEGOLAS
Here! Crumbs of Lembas.

He holds out his hand to the others.

LEGOLAS
Dead or alive, the Hobbits are still
with the Orcs.

They examine tiny specks of Lembas, which sparkle on LEGOLAS' finger.

GIMLI hears something, and turns to look. He attracts LEGOLAS' attention.

A white riderless horse is running out of the Sun. It gallops unswervingly across the arid plain, its hooves throwing up puffs of dust. The companions watch it admiringly; the mane flows, muscles surge, through its glistening coat.

As it comes closer, ARAGORN makes a move to catch it, getting in its path, but the horse curves away as it passes, and ARAGORN is left, grasping air. It recedes into the distance.

ARAGORN
How well we could have used him; yet
he has some deep purpose of his own.

GIMLI
Such beauty could not serve evil.

LEGOLAS
It comes on the wings of song, out of
the forgotten days.

Ruefully they break into a run again, forcing their tired legs to pound the hard earth.

EXT. CLIFF NIGHT

The twilight is fading. SAM and FRODO are climbing down the steep face of the cliff with great caution, helping each other. They are continuously in danger of losing their grip and footing on the sheer slippery rockface.

SAM
How long will it take us, Master Frodo,
to finish this job?

FRODO becomes a bit pompous. He has not quite got the knack yet of how to play the hero.

FRODO

This job? This is a great Quest! And what hope is there that we shall ever finish it? And if we do, will we live to tell the tale?

SAM

Sorry, I was just worrying about things, Master, to keep my head from going dizzy. If we go with a tight belt and a light tooth, the Lembas will last, I reckon, three days or so.

FRODO smiles, his pomposity pricked.

SAM

Now tell me, Master, what if you come to a place where there's nowhere to put your feet or hands?

FRODO is about to answer when he loses his own footing, and begins to slide down the cliff. Desperately he claws at the slimy moss, but falls.

SAM

Master, don't fall ...

SAM sees FRODO disappear into the darkness below. SAM lets go of his grip, and slides down too.

SAM

Here I come ...

Darkness. Then SAM's eyes adjust, and he sees FRODO lying next to him, with a smile on his face. They laugh at themselves, catch their breath, and rub their bruises.

SAM

Master Frodo, if we can laugh we haven't lost hope, have we?

They find they are at the bottom of the cliff between great mossy boulders. In front of them, the marshes begin.

FRODO hears something and looks up.

FRODO (whispering)
We haven't lost hope, Sam, and we haven't
lost Gollum.

A dark figure with its limbs splayed out is climbing head first down the slimy face of the precipice, now lit by moonlight. FRODO motions that SAM be silent, and points. The two look up, straining to hear. They hear hissing and snuffling.

GOLLUM
Sss! Cautious, my precious,
cautiouss ... Where iss it, tis ourss.

After each sentence he makes a swallowing noise that sounds like 'gollum', thus explaining his name.

SAM (a fearful whisper)
What's his 'precious'?
Does he mean the ...

SAM points to the Ring on FRODO's chest.

GOLLUM is just above them now. He sniffs and hisses.

GOLLUM
The thieves, the filthy thieveses of my
precious - 'gollum'.

GOLLUM's face catches the moonlight; he slips, and falls to the ground with a shrill shriek. He lands a few feet away from FRODO and SAM, who jerk back into the dark shadows among the boulders. SAM is shaking with fear. He grits his teeth determinedly and is soon trembling with rage.

GOLLUM recovers, and hissing and spitting, rises to his feet. In front of FRODO and SAM stands a thin loathsome creature, about the size of a Hobbit, with a large head and scrawny neck.

He obliquely turns his head towards the moon, shading his pale, half-lidded eyes with his hand. Moonlight shines through the membranes that join his long fingers.

GOLLUM
Nasty, nasty shivvery light it is ... ss
... it hurts ... our eyes ... Ssss

SAM leaps out of the shadows, jumping GOLLUM. GOLLUM recovers from the surprise, and clings to SAM, wrapping his prehensile arms and legs around him. He squeezes SAM in a deathly grip, and sinks his teeth

into his neck. All that SAM can do is to butt his head against GOLLUM. FRODO springs out, with Sting in hand, and thrusts the blade under GOLLUM's eyes.

FRODO

Let go, Gollum. This is Sting, Bilbo's blade. You have seen it before, once upon a time.

GOLLUM goes limp, releasing SAM, who staggers to his feet.

GOLLUM lies on the ground, his limbs sprawled out abjectly, his eyes burning with anger. FRODO stands above him, and holds the point of Sting at GOLLUM's throat.

GOLLUM

Don't hurt us; don't let them, my precious. They won't hurt us; will they? Nice little Hobbitses.

SAM

Let's kill him.

FRODO

He deserves death; but look at him!

GOLLUM, who lies flattened to the ground, is a wretched sight.

GOLLUM

Yess, wretched we iss, wretched ... 'gollum' ...

GOLLUM sits up; cunning shows in his eyes.

GOLLUM

And where are they going in these cold lands, we wonders?

GOLLUM casts a glance towards MORDOR, but turns away in Pain and distress. He lowers his voice.

GOLLUM

He wonders, He wants to know, He's lost his preciousss.

FRODO

You know we are going to Mordor.

GOLLUM

We guessed, we guessed ... and we don't want them to go, does we?

FRODO points towards Mordor.

FRODO

You creature of mud and slime, you find us a path through the marshes.

GOLLUM

We will, we wills, but nice Hobbitises must not go to those places, Orcses, Orcses, thousands of ...

FRODO whacks him with the broad side of Sting.

GOLLUM shivers at the contact with the sword.

GOLLUM

Ach, a Hobbit blade, ach, forged by Dwarves, ach keen as Elvish eyeses, ach ...

FRODO

Silence! We shall rest now, Sam.

(turns to Gollum)

And at dawn, you shall lead us through the marshes.

GOLLUM is horrified.

GOLLUM

The big light hurts our eyes, we won't go under big Yellow Face, we hates it no ...

FRODO begins to take out the Ring. It catches the moonlight. At the sight of the Ring GOLLUM is lashed into a frenzy, ready to assail FRODO, oblivious of Sting.

FRODO

Gollum, I understand ...

(then he booms out)

Gollum, swear on the Precious!

GOLLUM

Yesss, yesss.

FRODO

What would you swear?

GOLLUM

To be good ... to be very good ...
we swears to serve the Master of the
Preciouss ...

In SAM's eyes, FRODO towers over GOLLUM, who is now but a little whining dog at his master's feet.

FRODO tucks the Ring away and gives GOLLUM a light whack. GOLLUM rises and starts off, proceeding cautiously over the bog-land, testing each footstep. FRODO and SAM follow.

They advance in single file, threading a tortuous path across the marshes. GOLLUM, his lolling head thrust forward, often uses his hands as well as his feet to mark the ground.

EXT. MARSHES DAWN

The first lights of dawn appear. FRODO, SAM and GOLLUM trekking through a gulley in the bogs.

GOLLUM

Ach, Yellow Face is coming.

Exhausted and jittery, FRODO looks up.

FRODO

Gollum, stop ... We shall rest here.

GOLLUM stops, but immediately starts again. FRODO sees this and panics. He brandishes Sting and whacks it against the frying pan, which dangles from SAM's belt.

FRODO

Gollum! You swore on the precious!
I order you to stop!

SAM is shocked at FRODO's sudden outburst, but the mighty clang stops GOLLUM in his tracks.

GOLLUM slumps into the lowest and darkest recess of the wet ground, and his limbs sprawl out, his eyelids begin to shut.

FRODO lowers himself to the ground, putting his weight on Sting as if it was a walking stick. The sword sinks into the mire, and FRODO falls to the ground. He is exhausted, unable to get up again. SAM looks down.

SAM

We've got to get some sleep, but not together, not with that villain. You go to sleep, and I'll call you when I can't keep my eyes open.

FRODO nods agreement and his nodding head falls on to his chest, asleep.

GOLLUM is sleeping, his breath hissing through his teeth. SAM prods him. GOLLUM twitches.

SAM (to himself)

If I had his black heart, he wouldn't wake up again. Never.

SAM sits down against a rock, watching GOLLUM. SAM's head sways, heavy with sleep. His eyelids begin to droop; GOLLUM's eyelids start to open. SAM wakes out of the moment of sleep. As his eyelids open, GOLLUM's close.

SAM is satisfied that GOLLUM is sleeping. Again, his eyelids begin to close, and his head falls slowly on to his chest. SAM is asleep. GOLLUM rises, his eyes wide open.

EXT. PLAIN DAWN

ARAGORN leaps to his feet and shakes himself awake. GIMLI and LEGOLAS are sprawled out in the grass, asleep. The sun pushes up over the horizon. ARAGORN looks around, and kicks the others lightly. They get to their feet stiffly, and without a word, the three set off, running.

LATER DAY

They are still running. LEGOLAS points to one side, and they swerve in that direction. They approach a slight rise. They reach the crest and stop.

GIMLI

Enough! My ... (breath) ... heart bursts.

ARAGORN searches the ground, and finds some remains of bones and feathers.

ARAGORN

They paused here to eat.

GIMLI has fallen to the ground and is lying on his face, panting. Suddenly, he stiffens and presses his ear to the earth.

GIMLI

Horsemen! A great company of horse!

LEGOLAS shades his eyes and searches the horizon.

LEGOLAS

I see them! Many horsemen. They ride against the Orcs!

GIMLI jumps to his feet. He and ARAGORN strain to see, but they cannot.

ARAGORN

Come!

They set out again, running hard.

LATER

They stop once again, sweating and panting. In the far distance, distorted through a heat haze, across the long grass, swords and lances flash and glisten as the battle continues.

ARAGORN

Faster. The Hobbits will be caught between lance and scimitar.

LATER

Closer now, but still some way off. The skirmish has ended, but where it took place, the ground is covered with mounds of burning ORCS; They see chains of men, passing the bodies over their heads and into the blazing pyres.

GIMLI strains to listen and hears a rhythmic chant of victory as the men pass the ORCS over their heads.

LATER

At last the three run on to the site of the skirmish. The grasses are

flattened this way and that, a jarring map of the violence of the battle. Here and there stand clumps of unflattened grass. Paths radiate outwards, evidence of escapes, and pursuits.

Smouldering pyres of charred ORC carcasses fill the air with smoke. Horses graze.

The RIDERS tend their wounded men and horses, and bury the dead. The RIDERS are of the race of Men, rough-featured, with red faces and flaxen hair.

GIMLI and LEGOLAS follow ARAGORN, who weaves a way through the clumps of unflattened grass, bursting out in the midst of the RIDERS.

Shouts of alarm sound out and the HORSEMEN grab their swords and lances. A thicket of angry points quickly surround the strangers.

Their LEADER comes forward on horseback, a tall man, his height emphasised by a crest of white horsetail flowing from his helmet. He carries a long sword and he skillfully edges his horse forward until the point is an inch from ARAGORN's throat.

LEADER

Who are you and what is your purpose
in this land?

ARAGORN meets his eye.

ARAGORN

I am a hunter of Orcs.

The LEADER looks disparagingly at GIMLI and LEGOLAS.

LEADER

You keep comic company and you know
little of Orcs if you hunt them in this
fashion.

LEGOLAS and GIMLI react by drawing closer to ARAGORN. LEGOLAS plucks at his bow, which twangs gratingly, threateningly. GIMLI lets a long leaf of grass fall from his mouth. It glides down through the air, alighting on the edge of the axe, cutting in two.

ARAGORN

The Orcs took captive two of our friends.
In such a need a man that has no horse
will go on foot. Our friends are Halflings.

The LEADER roars with laughter and his men are encouraged to join in.

LEADER

Halflings! The little people of children's songs? Your hard running has fevered your head.

ARAGORN throws back his cloak, and sweeps out the two halves of the Sword-that-was-broken.

ARAGORN

I am Aragorn, an heir of Elendil, a son of ancient Gondor.
Here is the Sword-that-was-broken.

GIMLI and LEGOLAS also spring to arms and such is the force and majesty of ARAGORN, that the RIDERS step back unnerved.

LEADER

These are strange times.
Dreams and legends spring to life out of the very grass.

ARAGORN(roars)

Give us news of the Halflings!

LEADER (quietly)

We found none but Orcs.

GIMLI and ARAGORN exchange puzzled looks. ARAGORN gives orders to his companions.

ARAGORN

Search among the carcasses for signs.
I fear our quest ends in ashes.

LEGOLAS and GIMLI start off sadly and without much hope. Their LEADER sheathes his sword, and the RIDERS allow them to pass, lowering their lances.

The LEADER dismounts. ARAGORN sheathes his sword.

LEADER

I am Eomer, my father is Theoden,
King of the Rohan.

ARAGORN

Rumour has it that King Theoden pays
tribute to Sauron.

EOMER instantly tenses and grips his sword hilt.

ARAGORN

Yet you kill Orcs.

EOMER flushes, his clear eye avoids ARAGORN's.

EOMER

I kill Orcs. My father does not. My
father is counselled - against my
counsel - to avoid war at any cost.

ARAGORN

Long was the alliance between Rohan
and Minas Tirith. Yet you do not aid
them in their deepest peril. If Minas
Tirith falls, Rohan will not stand.

The words make their mark on EOMER, cutting deep.

Just then, LEGOLAS and GIMLI come hurrying across to ARAGORN.
They look very excited.

LEGOLAS

These halflings! They manage better
without us, it seems.

On his outstretched palm is a Hobbit pipe. In the background, the
horses of the RIDERS of Rohan begin to stir restlessly.

ARAGORN

They live!

LEGOLAS

Their tracks lead into the forest.

They laugh with delight.

The horses are whinnying, prancing, and bolting. The RIDERS jump
into the saddles, attempting to subdue them. All eyes scan the
horizon, to detect the origin of the disturbance. GIMLI throws
himself to the ground, and listens.

GIMLI

Far off, the sound, as if of a thousand
wild horses.

EOMER

But it is only one creature and his steed.

A mounted figure galloping across the horizon, trailing a plume of
dust. LEGOLAS stares, then bends away his gaze, in disgust.

The word 'Nazgul' transmits like a sudden blaze among the RIDERS.
They keep their horses on a short rein, and await a signal from
EOMER, to flee. EOMER is torn by fear and anger. EOMER
calls out orders.

EOMER

Three horses of my dead Riders to the
Hunters of the Orcs!

He stands in his saddle.

EOMER

The Nazgul rides the Plains of Rohan!
Sauron holds us in contempt.
To King Theoden, and one last plea for
war!

He rears his horse. The RIDERS respond by rearing their horses.
Three horses are coralled by the RIDERS up to LEGOLAS, GIMLI,
and ARAGORN. ARAGORN addresses EOMER as he mounts into
the saddle.

ARAGORN

And I shall ride to Minas Tirith.
But we shall not come alone.
Many old friends and allies shall
ride at our side.

And they ride off, EOMER and his MEN in one direction, ARAGORN,
GIMLI and LEGOLAS in the other. The sun is low.

EXT. MARSHES SUNDOWN

Through the mists and vapours of the marsh, shines the dark red
globe of the setting sun.

FRODO awakes. He shakes SAM, who sits up with a start. They
look at each other in alarm. GOLLUM is not in sight. SAM looks
terribly guilty.

FRODO

He has sworn, on the Precious ...
(louder) on the Precious (ss)

SAM is startled when he hears FRODO repeating 'on the precious' with extra esses. FRODO furtively checks the Ring beneath his tunic. Hissing sounds of GOLLUM approaching. SAM nudges FRODO.

SAM

Gollum! He's here!

FRODO looks up without too much surprise. Soiled with black mud, dripping with slime, GOLLUM walks up to FRODO and SAM. He is happily chewing worms and slavering.

GOLLUM

Are we rested? Ready to go on?
'gollum'

They look in disgust at the worms hanging from his mouth.

GOLLUM

We was famished. Poor thin him.

EXT. MARSHES NIGHT

FRODO walks in GOLLUM's footsteps and SAM follows behind. GOLLUM weaves through an endless network of dark stagnant pools and soft mires. Occasionally, through a misty fog, a pale moon shines. GOLLUM shades his eyes. FRODO glances up from time to time, as though aware of some threatening presence.

GOLLUM looks at FRODO, reading his thoughts, sharing his anxiety.

GOLLUM

Nice mists, nice thick mistsss. Eye
can't catch us, can't hurt us.

FRODO feels slightly relieved. Out of necessity SAM and FRODO have taken to imitating GOLLUM's half-walk, half crawl.

Then SAM and FRODO notice pale wisps of light dancing over the bogs.

SAM

Gollum, what are all these lights ? ...

FRODO stares, entranced. The lights are everywhere; hundreds of flickering flames.

GOLLUM

The tricky lights. Candles of the dead. Yes, yessss.

SAM

Mr Frodo! Don't look at them. Gollum doesn't look at them ...

SAM trips and falls. The ground gurgles and flickers with light. SAM lifts his face out of the bog mud and sees just beneath the muddy waters, rotting cadavers, shimmering with luminescent fumes. SAM rises, shaking.

SAM

There are dead things, dead faces in the water ...

FRODO is fascinated.

FRODO

... of Elves, of Men, of Orcs. I see no Hobbits. Sam, do not fear. All that you see is dead, and gone but from memory.

GOLLUM

Yess, yesss. All dead, all rotten. There was a great battle long ago, yess, when I was young, before Precious came our way. Men and Elves fought the Orcses.

The THREE continue their uneasy track.

FRODO

I have heard the old tales. Elves and Men overcame the armies of Sauron. But he came back and the tale still runs on. We're in it now, us Hobbits. Think of that, Sam.

SAM seems relieved, if not happy.

SAM

Us? And is Gollum in our story, too?

FRODO

Hey, Gollum, what would you like to be in this story, the hero or the villain?

GOLLUM

Gollum! Ach ... we had a real name once. What would I like to be? ... We was the one who found the Precious, we was, and the Precious was with us once, sss with us always ... We had a name, and we lived by the great river and we burrowed under trees. We loved rootses. We was of Hobbit kind.

SAM

Of Hobbit kind?

SAM and FRODO burst out laughing. SAM does an imitation of GOLLUM's way of walking.

SAM

Three little Gollums in a row, we shall be.

SAM and FRODO laugh heartily. They get careless, taking false steps and sinking into the bog. SAM pulls FRODO out of a soft patch of mire.

GOLLUM

Never was there laughter in this fell land ... we also will laughs.

SAM and FRODO, look at him expectantly. GOLLUM, after a moment, emits a soft but terrifying giggle. SAM and FRODO exchange glances of trepidation.

EXT. FOREST NIGHT

Terror-stricken, MERRY and PIPPIN stumble over each other, as they weave an erratic path through the forest. Suddenly, they see that they are heading straight for a towering FIGURE, cloaked and hooded, who is slowly opening his arms. They grind to a stop and fall in a heap.

Kicking up a flurry of leaves, they spin around, and rush off frantically in the opposite direction. They scamper through the forest only to crash into an apparently identical FIGURE. His cloak is flung open, and from it issues a glow of white light.

The tall FIGURE stands above the two paralysed and trembling HOBBITS, his hands gripping their shoulders. The face which looks down upon the HOBBITS is that of GANDALF, except that the eyes are white instead of grey, and his expression is intense and pained.

Its S-Saruman. PIPPIN (whispering to Merry)

The FIGURE begins to talk in a deep voice, as if each word had to be forced out painfully.

FIGURE
Yes, I am Saruman ... but as Saruman should have been ... Tell me ... of yourselves.

MERRY and PIPPIN are trembling with fear. But PIPPIN summons up the dregs of his courage.

PIPPIN (whispering)
Merry, its Saruman, the bad wizard.

S ... S ... S ... MERRY

PIPPIN (whispering)
Yes, that's it, try and get his s-sword.

Now, PIPPIN addresses the FIGURE play-acting flamboyantly.

PIPPIN
There we were, and Orcs were closing in all around us ... Come on, Merry, give us a hand.

MERRY imitates growling ORCS. The FIGURE strains to listen, and his pained expression reveals an inner struggle as if attempting to break through from a different plane of consciousness.

EXT. MARSHES NIGHT

FRODO and SAM are fast asleep. Their bodies are sinking steadily into the quicksand-like mire. GOLLUM leans over FRODO. His right hand stretches out to FRODO's head, while his left hand is poised above FRODO's chest where the Ring lies.

GOLLUM pats FRODO on the head, softly. His right hand runs through FRODO's hair.

GOLLUM
Sss. Nice hobbitses ... sleepy heads ... sso tired.

The right hand clenches FRODO's hair.

GOLLUM

Should we save them? Sshould we pull them out, my precious?

Right Hand hesitates and then lets go of the hair. It remains poised above the head.

Left Hand begins to pry open FRODO's vest, to reach the Ring.

GOLLUM

Precious wass ours, is ours, always is ours - 'gollum' ...

Right Hand swings at Left Hand, knocking it away.

GOLLUM

Hobbit is the master. We swore on the Precious.

Right Hand grasps FRODO by the hair again.

EXT. FOREST NIGHT

PIPPIN

... and w-we were prisoners of this great Orc, who held us by the hair.

Illustrating this MERRY grunts and growls, and rips out of the ground two great tufts of grass. He struts up and down, working up the nerve to throw them at the FIGURE. PIPPIN glances at MERRY and shakes his head.

PIPPIN

He ... he had a great s-sword. A sword. (He nudges Merry to take the Figure's sword.) S-Suddenly, we was attacked by Men on horses, and the great Orc ...

PIPPIN points to MERRY, who demonstrates how the ORC was slain.

EXT. MARSH DAWN

The first light of dawn appears. GOLLUM stands above FRODO and SAM, who continue to sink further into the mire. Right Hand flies at FRODO's head. Words whistle through GOLLUM's teeth. His breathing is jerky, as if two persons inside were breathing at different rhythms.

GOLLUM
Master, wake up ... please.

Left Hand grabs Right Hand and the two hands grapple with each other. Left Hand flies free, to grab the Ring.

GOLLUM
Our Precious ... for uss-'gollum'

But Right Hand stops it.
The two hands clasp and claw each other.

EXT. FOREST DAWN

PIPPIN is ham-acting.

PIPPIN
And a great battle all around us, and we just walked away, and (whirling his hands above his head) above us, Men, Horses, Orcs, swords. And we walked away beneath it all, we did.

PIPPIN walks jauntily away; MERRY is puzzled and believes this is the signal to make a boit for it.

PIPPIN
Merry, let's show great Saruman ...
Great Saruman, lend us your sword!

PIPPIN strides up to the FIGURE, demanding the sword. The FIGURE looks down, seeming to nod. PIPPIN, with great daring, extracts the sword from its sheath; the FIGURE does not react. PIPPIN retreats, sword in hand, terrified and hands it to MERRY.

PIPPIN (whispers)
M-Merry, you do it. Get a piggyback ...

MERRY climbs on PIPPIN's back, who nearly collapses under his weight, but he keeps up his nervous tirade.

PIPPIN
... and the great Orcs were above us, wielding their Orc swords, and we just walked away.

MERRY grunts and groans and wields the sword most awkwardly. PIPPIN howls, and they charge the FIGURE.

PIPPIN

For the Shire!

But the weight of the sword pulls MERRY backwards, and the two of them crash to the ground. The FIGURE explodes into laughter. On his face comes the beaming smile of GANDALF, as his arms fly open in a grand gesture, as if suddenly life courses through his body again.

EXT. MARSHES DAY

As though responding to GANDALF's gesture, FRODO stirs in his sleep. His eyelids quiver. GOLLUM leans over him, his whole body and face contorted in a spasm, his hands in a dead-lock. One of his feet swings up, kicking himself in the stomach. GOLLUM doubles in pain and Left Hand flies free, immediately to be caught by Right Hand.

EXT. FOREST DAY

GANDALF, recovering from a hearty laugh is kneeling down over the two HOBBITS who look up in amazement and disbelief.

GANDALF

Ah, Hobbits. All Wizards should have a Hobbit or two in their care.

PIPPIN

Gandalf! Who talks and lives in riddles!

MERRY spits on his fingers and twirls one of GANDALF's bushy eyebrows.

MERRY

That's the Gandalf I remember.

GANDALF rises and stretches, and he lets out a great cry that is part of joy, part pain.

EXT. MARSHES DAWN

GOLLUM is contorted in a paroxysm of conflicting parts. One foot kicks the other off the ground, and GOLLUM plunges into the mire with a great splash.

GOLLUM

Master!

FRODO awakes and frantically struggles to escape from the mire. His hand clings to a rotting rock and he begins to pull himself out.

FRODO

Sam! Sam!

SAM awakens with a start, the mire already bubbling about his lips. He grasps FRODO's hand, and he scrambles out.

FRODO thrusts out his hand to GOLLUM who reaches out to grab it, but his other hand prevents him. Amid hisses and a confusion of half-formed words, GOLLUM, the prey to paroxysms, sinks swiftly into the mire.

FRODO (desperately)

Gollum! You swore on the Precious,
to take us to Mordor.

GOLLUM's face, twisted in agony, is almost engulfed.

GOLLUM

We did - 'gollum'

SAM grasps FRODO and points behind him.

FRODO turns, and above him, just a few feet away, the Great Wall of Mordor rises out of the marshes.

GOLLUM has sunk beneath the mire.

EXT. FOREST / MIDDLE EARTH MODEL / DAY
ARIEL SHOTS

GANDALF stands majestically with his eyes and arms upraised to the sky. The HOBBITS are next to him, watching. Beyond an opening in the trees, high in the sky, catching the sun, a hawk endlessly circles.

GANDALF's outstretched arms follow the hawk's flight. Although concentrating, GANDALF talks warmly to the HOBBITS.

GANDALF

I was Gandalf; but for Hobbits,
I will always be Gandalf.
I can see many things far off,
but things that are close at
hand, I cannot see.

While before it was GANDALF's arms which trailed behind the circling of the hawk now it is the hawk which follows the slow regular circling

of GANDALF's arms.

PIPPIN

Riddles! That's the power of Wizards.

The hawk descends on a winding spiral, and alights on GANDALF's arm. He grasps the hawk's head firmly, and stares deep into its eye.

He sees, fragmented and scrambled, the sights that the Hawke's eye has taken in, whilst soaring above Middle Earth. The pressure of GANDALF's hand regulates the flow and speed of the images.

First he sees three HORSEMEN galloping at great speed. They are ARAGORN, GIMLI, and LEGOLAS.

GANDALF (V. O.)

There rides mighty Aragorn, and Elf and Dwarf ride at his side. Where is Frodo? Does Aragorn bear the Ring? If I have doubts, the Enemy will share my doubts. This I know because I have become more like the Dark Lord. Hobbits! Your Gandalf is dangerous.

He gets carried away. In the hawk's eye, a view of what it saw whilst diving for a kill: it plunges towards a fleeing rat, and blood spurts as the claws sink in ...

GANDALF (V. O.)

... more dangerous than anything you will ever meet, unless you are brought, alive, before Sauron Himself.

Then, on the great panorama of the Marshes, he sees two little figures asleep whom he makes out to be SAM and FRODO.

GANDALF

Ah ...

MERRY & PIPPIN

Sam and Frodo live?

GANDALF

Alive, but beyond our reach.

As if the hawk were avoiding Mordor, its view sweeps away from the marshes, but not before GANDALF glimpses the dark gloomy pall of smoke tumbling across the sky from Mount Doom.

Then GANDALF sees the NAZGUL.

GANDALF (V. O.)

From the Wraith-essence of the Nine, a Nazgul has risen. It rides unchecked the plains of Rohan: what's with old King Theoden? Has he slipped beneath the shadow of the Shadow?

GANDALF sees a beautiful white horse, crossing the plain. He speaks with the tempo of the galloping horse.

GANDALF

Shadowfax, shadowfax, answer my call.
Faster, faster! You will carry us all,
and bear our hopes to ... gather aid.

The fast gallop of a horse is heard approaching. The hawk startles and takes to the air. The great white horse, SHADOWFAX, gallops up to them. GANDALF leaps on to its back, snatches the HOBBITS up behind him, and speeds away through the forest.

EXT. MARSHES BENEATH THE GREAT WALL OF MORDOR DAY

SAM and FRODO slowly edge along the Great Wall searching for a way in. Behind them are the marshes they have just crossed. The sun, like a yellow stain, shines through the great rolling pall of cloud and smoke which congests the sky. A cruel glare bounces off the marshes. The two HOBBITS look up; the immense wall above them seems to sway and swerve against the churning pall.

FRODO shields his eyes, sweat rolls down his face.

FRODO

Ach, Yellow Face.

SAM

Poor Gollum. He reminded me of the weather in the Shire; now rain, now sun, now wind, now frost ...

SAM is having a go at being cheerful.

SAM

... Master, there isn't a hole in this wall, not even for a Hobbit.

They edge on, the marshes forcing them to press close against the Wall. There is something of GOLLUM in FRODO's posture. The chain weighs on FRODO's neck, and has rubbed it raw. FRODO lifts the chain for relief.

FRODO

I must rest a while. It's heavy on me,
Sam lad, very heavy ...

SAM points ahead. A withered oak tree is growing out of the base of the Wall.

SAM

Look, where there's life, there's hope.

EXT. BRANCHES OF THE OAK TREE DAY

SAM and FRODO are lying in the boughs of the tree, exhausted. SAM offers FRODO a piece of Lembas.

SAM

Have a bite, Mr Frodo, and then a
bit of sleep.

FRODO

How can we sleep under a sky like that?
Is it night or day?

The great slow-rolling pall of cloud and smoke casts a deepening gloom over the marshes.

SAM sniffs back a tear and takes FRODO's head in his lap.

SAM

Let's say its time for a midday nap.

SAM begins to sing and cradle FRODO, his own eyelids drooping.

SAM

When summer lies upon the world,
and in a noon of gold,
Beneath the roof of sleeping leaves,
the dreams of trees unfold.

He hums on. The shrivelled leaves of the tree flutter and quiver.

FRODO

I hope this tree is a good tree, in a bad place; if that's possible ...

He gives the tree a friendly slap and begins to chant as he falls off into sleep ...

FRODO

Eat earth, dig deep, drink water,
go to sleep

Eat Earth, dig deep, drink water,
go to sleep.

He has fallen asleep, but the chant continues, echoing through his head.

SAM nods off, and his song goes on, too. The two songs intermingle. The sound of horses' hooves is heard, and the songs fall into the pattern of percussive hoof sounds.

EXT. GATE HOUSE AND COURTYARD OF THEODEN'S CASTLE
DAY

Along a path lined with oak trees, GANDALF, his white cloak billowing, gallops SHADOWFAX up to gatehouse. SOLDIERS of Rohan come forward to challenge him, but he sweeps them aside, and rides in across the courtyard. As the wind whips up his cloak, MERRY and PIPPIN are glimpsed hanging on behind him.

INT. PASSAGE DAY

GANDALF drives his horse down it. MEN-AT-ARMS block his way but they flinch and turn away at the blinding power of horse and rider. At the end of the passage stand TWO GUARDS before a door. They fall aside, struck with fear. SHADOWFAX rears up, and hammers his hooves against the door. It bursts open, and GANDALF rides into the throne-room of KING THEODEN.

INT. THEODEN'S THRONE ROOM DAY

A large hall decorated with a high-beamed roof supported by carved wooden pillars, decorated with skulls of horses. It has a rough-hewn air of a tough, spartan people. Tapestries drape the walls, telling of the martial deeds of the RIDERS of Rohan. But superimposed on the masculine rugged structure are more sophisticated decorations. Delicate drapes hang down from the beams and wind around the columns, obstructing the openings to the air and light. The hall is in dimness. The court lounges in post-prandial content as musicians play lutes and lyres and a girl in wispy veils performs a graceful dance.

KING THEODEN sits upon an austere throne of wood, carved to the shape of a horse, the seat of which has been softened with cushions. He is wizened with a pale, wise face and heavy-lidded eyes. His counsellor, a thin nervous HUNCHBACK, sits at his feet, and to one side stands his daughter EOWYN, serving wine to her father. She is a beautiful maiden, with intense, taut features.

The women of the court are finely and provocatively dressed and the men wear elaborate doublets and codpieces. Stewards move amongst them with pitchers of wine.

GANDALF's violent entrance disrupts this pleasant scene. The COURTIERS spring up, angrily. Only the KING remains seated. The HUNCHBACK moves with surprising alacrity towards the door, crying out in a falsetto voice.

HUNCHBACK

Guards! Guards!
Who permits this foul intrusion?

The GUARDS come clattering in GANDALF's wake.

GANDALF

Hail, Theoden, King of Rohan.
I, Gandalf, the White, come to warn
you of a mortal danger that will soon
engulf your pretty vanities.
I come to rouse you from your feather
cushions and put saddles in their place!

GANDALF climbs down from SHADOWFAX and MERRY and PIPPIN scramble down after him and hide in the skirts of his cloak. The old KING rises painfully from his seat, leaning heavily on a staff made from a horse's thigh. His frame, now racked with age, was clearly once tall and proud.

THEODEN

Troubles ever follow you like crows,
Master Gandalf. There is no welcome
for you here.

The HUNCHBACK screams out at the GUARDS.

HUNCHBACK

Seize this base offender of the King's
peace! Throw the Stormcrow to the
dogs!

GANDALF ignores the HUNCHBACK. He addresses THEODEN.

GANDALF

King Theoden, I bring aid.

HUNCHBACK

Aid? Do you bring men? Horses?
Are these your warriors?

The HUNCHBACK darts forward and pulls MERRY and PIPPIN from under GANDALF's cloak. The COURTIERS laugh at the cowering HOBBITS, but GANDALF swings his staff and it crackles ominously. The HUNCHBACK drops the HOBBITS and scampers back to the King.

GANDALF

Keep your forked tongue behind your teeth, Wormtongue. I have not passed through fire and death to bandy crooked words with one who secretly serves the Dark Lord of Mordor!

Shock greets this accusation. WORMTONGUE, the hunchback appeals to the King.

WORMTONGUE

Lies and slander!

THEODEN (angrily)

Stormcrow, you are a picker of bones,
a carrion-fowl that grows fat on war.

He points to WORMTONGUE.

THEODEN

He has counselled me and kept these
lands in peace through troubled times.

GANDALF

Can one worm have eaten out the heart of
a great people? I spit on your guards.
I set my Halflings against your paltry
soldiers.

GANDALF kicks MERRY and PIPPIN forward. Stirred by his words, they draw their swords and face up to the perplexed SOLDIERS. Before the doubtful prowess of the HOBBITS can be tested, GANDALF springs forward and tears down one of the tall drapes that hangs against a wall from the high roof. Daylight bursts in, throwing GANDALF into blinding silhouette.

GANDALF

Are these the weapons of the Riders of Rohan? Silks and Satins?

He swirls the cloth about his head. It twirls and coils in the air, forming strange shapes. The COURTIERS watch, mesmerized.

GANDALF

Will you hear the truth, or turn away my tale before it strikes your ears?

HUNCHBACK

Cheap Wizard tricks! Dwimmer-craft! My Lord, expel him before you are bewitched.

EOWYN leans over and speaks softly to her father, but not without sarcasm.

EOWYN

Father, hear what he has to say. Words cannot harm a warrior king.

THEODEN does not respond to his daughter, or to the Hunchback's plea. He remains impassive, allowing events to take their course.

GANDALF has become trance-like. He begins to speak softly.

GANDALF

In Moria I fell, caught in the coils of the Balrog.

At the mention of this name, a gasp breaks out from the court.

GANDALF

Deep into the abyss; beyond light and knowledge we fell. His fire was about me and I was burned. But his fire was quenched by a cold that was the tide of death. And now he was a thing of slime, stronger than a strangling snake. We fought under the living earth where time is not counted. Far below the deepest delvings of the Dwarves, the world is gnawed by nameless things. Even Sauron knows them not. Darkness took me. I strayed out of thought and time. I was broken: naked on the hard horn of the world. Long lay I so, then came faint to my ears the gathered rumours of all lands: the springing and the dying, the singing and the weeping, and the

GANDALF (Cont)

slow ever-lasting groan of over-burdened stone. Then came a vision of the agony of Middle-earth. My heart was open to all the hurts of the world. The Evil of Sauron pressed upon me, crushing me. The life that has lived in me, in all my forms, ebbed away. But a silly voice called me back, a Hobbit voice. And I had a dream of Halflings. They were sore afraid, yet braver than many kings; they were foolish, yet wiser than many wizards; they lived in despair yet they found hope. Their spirits drew me back from the everlasting night.

His voice now rises and grows, he thunders out.

GANDALF

Now in this world, there still remains a short time of doubt. Now we must risk all, for one last battle against the Evil that would overwhelm us. And you, Theoden, Lord of these great lands, shall turn the scales. Ride out once more, old man! Listen to the hooves that surely beat in your great heart!

The COURT is transfixed by GANDALF's words. Only now do the COURTIERS dare breathe. The young burst out with wild cheers. THEODEN rises to his feet, a smile breaking across his face, dispelling the wrinkles of age.

THEODEN

All wars seem urgent to the young. I do not see this one is as special as you claim. But I should ride again.

In the hall there is great commotion. EOWYN falls to her knees and holds the King's robe. She speaks strong and clear.

EOWYN

Were I, Eowyn, a warrior and not a king's daughter, I would have leapt into my saddle while still he spoke.

Meanwhile, WORMTONGUE throws himself at THEODEN dagger in hand. MERRY and PIPPIN trip him up, and turn him over.

WORMTONGUE lies on his hunchback, trapped like an upturned beetle. Gesticulating and kicking, he shrieks out.

WORMTONGUE
Too late, feeble King.

THEODEN draws his sword. He grows in power with every moment, shedding his years as a horse throws off its winter coat in Spring. He booms out.

THEODEN
To Minas Tirith! To Minas Tirith!

The COURT responds with frantic enthusiasm. In the surge of excitement, THEODEN thrusts his sword spinning through the air ...

EXT. THE PLAINS DAY

... the sword descends and THEODEN catches it again. He is on horseback, galloping at the head of the RIDERS of Rohan, armed, and armoured, helms flowing, favours flying. His eyes shine with the pleasure of the gallop.

GANDALF, on SHADOWFAX, rides at the KING's side. From under GANDALF's cloak, PIPPIN's face appears. He looks about him with wide-eyed wonder.

PIPPIN
Merry!

MERRY's face appears from under the cloak of a RIDER at GANDALF's left.

MERRY
Amazing!

PIPPIN
This is good enough to go into Bilbo's book.

THEODEN raises an arm as a signal. The RIDERS draw up their steaming horses and the company comes to a halt.

THEODEN
Here is the parting of the ways. My captains shall divide to gather many men and horses. I shall seek the love of my son Eomer.

GANDALF
I too will go my own ways on Shadowfax.

THEODEN (cries out)

We meet in Minas Tirith!

Then with great cries of "Minas Tirith"! they set out again, galloping on their several ways.

EXT. THE TREE DAY

The thundering hooves of the RIDERS of Rohan dissolve slowly through to the roots of the tree in which SAM and FRODO sleep. The roots are coiled about the rocks at the base of the Great Wall of Mordor, and seen through the flashing hooves, they seem to move, then they are moving.

As though the growth of a hundred years happened in a minute, the roots prise apart the gaps between the stones and push through the wall till it begins to groan and sway.

Up in the branches SAM awakes to feel the tree trembling and shuddering; he shakes FRODO awake.

SAM

Master! It's the tree ... its angry, or something.

FRODO sits up with a start. The wall is very close and they can hear it creaking. Cracks appear.

FRODO

I think ... I'm sure its fighting the wall!

They look down and their guess is confirmed. The wall is crumbling as the roots advance.

SAM

Its true! What a tree to take on a wall as mighty as this ... Hold on!

The wall begins to bulge crazily towards them. Down below the rocks and roots writhe in violent conflict.

The HOBBITS cling on desperately as the wall crashes on to them. Huge rocks thunder down and the brave tree bends under their weight. The trunk groans and the roots are torn screaming from the rocks as the tree falls under the weight of the wall.

As the dust settles, SAM's head appears from under the rubble.

SAM

Master, are you there?

FRODO emerges, coughing.

In the broken gap of the wall they see before them the vast and terrible lands of Mordor. In the far distance, Mount Doom belches smoke and sends its pall over everything. Below it is an angry unrelenting land dotted with ragged rock formations. Some of them are transformed into bunkers. A massive tower rises to a great height.

Far on their right a road winds away from the Tower. On the road hordes of ORCS, URUKS and TROLIS march along the trail with mechanical jerky movements.

The breaking of the wall attracts the attention of the ORC captains. They stop and turn their eyes upon it. FRODO and SAM duck down into the rubble. But an irresistible impulse makes FRODO peer through a crack at the Tower.

At its summit a pinpoint of light appears; it grows into the shape of an Eye and turns its gaze towards SAM and FRODO. FRODO groans under its awful power. His hand goes to the Ring.

FRODO

I must put it on, Sam.

SAM

We're lost if you do, Master.

FRODO

And I shall die if I don't.

SAM takes FRODO's hand and pulls it away from the Ring. It requires all SAM's strength and both his hands to keep FRODO from putting it on. The Eye searches, then turns its searing gaze upon the column of ORCS. FRODO's hand relaxes.

The Eye seems to send tremors rippling through the ranks of the ORCS. In spontaneous response, groups of ORCS break into a frenzied rush towards the breached wall, shouting to each other in an alien tongue. The column moves on: the Eye fades.

FRODO and SAM panic afresh at this new hazard. They are still tangled in the branches of the tree.

SAM gets a sudden inspiration.

SAM
Serve us once, more, brave tree!

He drags a bushy branch clear of the rubble and FRODO follows suit with another. They stand the branches upright and hide inside them. The ORCS converge on the rubble and start to rebuild the wall, swearing and shoving one another as they bend under the labour.

A CAPTAIN quickens the work with a many-thonged lash.. Whenever the ORCS have their backs turned, SAM and FRODO move a few feet further away, shielded by their branches. When the CAPTAIN's gaze turns towards them they keep stock still again.

Soon they are well into the land of Mordor. Peering through the leaves of their branches they look in awe at the endless column of troops, horses and engines of war, passing across the desert plain towards the distant gates.

FRODO
Poor Boromir. I hope he gets back to Minas Tirith in time to meet this onslaught.

EXT. THE DESERT PLAIN OF MORDOR DAY/GLOOM

... towards FRODO and SAM, who look at each other in dismay.

SAM

Run for it, Mr Frodo.

They toss away their branches, and run. The screaming ORCS pursue them.

The HOBBITS reach a canal and are brought to a stop at the edge. The canal is filled with a noisome, brown liquid which flows and swirls down towards the Tower with slurping, sucking sounds. FRODO and SAM hesitate, repulsed by the smell; but the ORCS are catching up with them.

FRODO

Nothing else for it, Sam.

They jump in and start swimming. The current immediately sucks them down stream as they struggle for the opposite bank.

The ORCS stand on the edge of the canal screaming with delight, waving to the HOBBITS as they are swept away. FRODO and SAM are drawn down so rapidly that the ORCS are soon out of sight.

They struggle desperately to swim across, but make little progress, and soon become preoccupied merely with staying afloat. Whirlpools eddy about them, dragging them under.

The Great Tower scars up out of formations of lava rock which are shaped like angry waves breaking against its mighty structure. It looms above them.

The canal flows into the foundations of the Tower, passing through a massive iron grille. They try to hang on to the iron-work, but are dragged inside into a large, dark, circular cavern. There, the glutinous waters converge in a huge frothing whirlpool. The HOBBITS are hurled into this orbit, crying out with terror. They can barely keep afloat.

A gleam of hope appears. They notice a thin silvery wire that hangs down from the darkness above. It swings lazily, its end just touching the water whose force twitches it from side to side.

SAM struggles towards it, but it keeps eluding him, almost teasingly. It flips across in front of FRODO and he seizes it, hauling himself up. He gets above the water and ties the end round his waist. Then he swings on it until he passes over SAM who grabs his feet.

To their surprise they find themselves ascending. They clutch the tough, thin cord, burning their hands, as they are drawn up into the darkness above, and through a rough opening into an upper cavern.

INT. UPPER CAVERN DAY

This new cavernous space is also hacked out of rock, again circular, following the shape of the tower. The walls are rough, but here and there, rocks have been shaped into steps.

They let go the strand and drop gratefully on to solid ground, wet and exhausted. Vapours rise up through the hole. They cough and choke. Around them they can just make out rotting bones and skeletons.

SAM

Who pulled us up, do you think? Friend or foe?

FRODO

I doubt if we have a friend in this place.

They have drawn their swords; they look around anxiously. Something moves above them. They look up. On the same strand, a huge spider, the SHELOB, is lowering itself towards them. The SPIDER alights and scuttles at them. The thrust-out head presents two great clusters of eyes and under them a pointed jaw. The body is a vast, bloated bag swaying and sagging between hairy legs. The SHELOB is black except for the underbelly which is pale and luminous.

SAM, unable to talk, is tugging at FRODO's arm.

FRODO

It's no use, Sam. Stand and fight!

FRODO promptly charges the SHELOB, which is now only a few feet away.

FRODO lets out a great cry. He makes a sudden lunge and plunges Sting into one of the clusters of eyes. The SPIDER shudders and draws back convulsively. FRODO, perhaps encouraged by this, or made light-headed by privation and terror, recklessly rushes forward. Its head is raised now and out of FRODO's range, but he slashes at one of the legs and manages to sever it. He turns to SAM for approval.

FRODO

I shall slay it, Sam. I am the Lord of the Ring! For you, Galadriel!

FRODO is in a state of elation. He slashes vainly at the SHELOB's head, which is well out of range.

The SPIDER looks balefully down at the tiny figure confronting it. Mucous oozes from the wounded eye forming into huge tears, giving it a doleful look.

With a sudden unexpected movement it cuts off FRODO's proud boasts. Its head dips down towards him and a narrow tongue with a sharp point stabs out, accurately stinging FRODO in the neck.

FRODO is caught in an arrogant stance, sword-arm aloft, left hand held behind to balance him. The sting seems to freeze him in that posture for a long moment. He throws a fearful look at SAM and then crumples in a heap.

SAM lets out a cry of agony and rage. Without taking thought he charges the SHELOB, snatching up Sting from where it fell. He springs under the arches of its legs and slashes at the sagging under-belly. The hide is thick and pitted and although the blade cuts deep, no blood spills. The SHELOB feels the pain; it arches up from the sword and then sinks down as though to crush SAM.

SAM holds STING high above his head and as the belly descends, the blade goes in under its own weight. A green liquid spurts and froths from the wound. The harder it presses down, the deeper plunges the blade.

SAM is forced to his knees and then on to his back and still he holds STING which is now sunk in up to the hilt.

Just as he is being crushed to death, the SHELOB makes a hissing sound, shudders and lifts up her belly.

The SHELOB retreats, withdrawing into a dark hole in the wall of the cavern, leaving a trail of green-yellow slime.

SAM crawls over to where FRODO lies.

SAM (whimpering)
Master, Master.

FRODO's face is still and white. SAM lays his head on his Master's face and then on his breast and finds no stirring of life. He rubs FRODO's hands.

SAM

Frodo, Mr Frodo. Don't leave me here alone.

SAM becomes angry and jumps up, smiting the air with Sting, shouting incoherent threats at the SHELOB, which has fled into the dark recesses of the cave.

SAM

All this way for nothing?

At last he weeps, making no sound but the sobs racking his body and the tears falling on FRODO's cold face. As he cries, he composes the body, crossing the hands and closing the eyes.

SAM

I can't leave you, and I can't take you. And what happens if the Enemy finds you with that . . . thing on you. Well, that's the end of all of us, then . . . the Shire and everything.

SAM recovers himself and his face grows grim and determined.

SAM

There's only one thing for it, Mr Frodo. We came to do a job . . . Try and finish it.

Very gently, he undoes the clasp of the chain around FRODO's neck and pulls the Ring from under his tunic. He kisses FRODO's forehead and rises up, putting the chain about his own neck.

SAM

So I'm the last.
Goodbye, Mr Frodo, sir.
Forgive me, but I'll take Sting too.

SAM's eyes brim with tears and he turns abruptly away and makes off, looking for a way out.

Sting glows. SAM hears the clattering of iron-shod feet on stone coming from above. He slips into the shadows and looks up.

Down the circular wall come a band of ORCS. He sees now that the rough rocks of the wall conceal a spiral flight of steps. The ROCS carry red flares and as usual they make a great deal of noise, shouting and screaming in their harsh tongue. They quickly spot FRODO and

point in great excitement. SAM can barely restrain himself from bursting out upon them as they approach the body.

They stand over FRODO, arguing. One of them makes a search of the body, and SAM winces as the clawed fingers explore FRODO's flesh. Then one of them slashes his own wrist; a dark mauve blood gushes out and into FRODO's mouth. FRODO chokes, then stirs and groans.

SAM (to himself)

I should have guessed. A spider's bite
- it only stuns its prey. Now what shall
I do?

The ORCS lift FRODO onto their shoulders and climb back up the way they came. SAM is caught in an even worse dilemma.

SAM

Now what? Do I go on alone or try and
help the Master? My job is to serve
the Ring-bearer. But Sam, you're the
Ring-bearer now!

He struggles with the problem for a moment, then his heart triumphs over his head and he hurries to the steps and stealthily follows the ORCS.

The ascending steps lead up to a heavy iron grille which covers a hole in the roof. The ORCS, carrying FRODO, pass through, and the grille is swung back into place with clanging finality.

SAM blinks up through the bars, in the blackest despair. He sinks down on a step. Cold and weary, his body begins to shiver, and a few stray sobs work their way up too.

EXT. THE PELENNOR FIELDS DAY/GLOOM

GANDALF and PIPPIN mounted on SHADOWFAX, gallop across a broken plain, scarred by years of battle. It is dusty and barren, covered with rotting bodies and rusting armour. Ahead are the great gates of Minas Tirith.

GANDALF

Look, Pippin, there stands Minas Tirith
... and there rides the Nazgul. Faster,
Shadowfax, faster!

He points out the NAZGUL, who is but a distant speck, trailing a long plume of dust, and also heading for the gates.

INT. CHAMBER ABOVE THE GATES

DAY/GLOOM

The CAPTAIN of the Gate sees GANDALF approaching through a slit in the wall. He turns towards a FIGURE slouched on a bench in the darkness of the small chamber.

The FIGURE is regally dressed. A crown hangs from his waist, and in his hand, is a sword. His look is crazed, his eyes swollen from much crying.

The chamber is an armoury and on the walls are weapons which glint in the candle light. The many points of the swords and spears converge menacingly over the FIGURE's head.

CAPTAIN

Lord Denethor, it is not your son,
Boromir. I fear it is but Gandalf.

DENETHOR rises jerkily from his seat.

EXT. GATES OF MINAS TIRITH

DAY/GLOOM

SHADOWFAX comes hurtling to a halt in front of the gates. Soldiers cheer from the walls.

SOLDIERS

Gandalf has come! The White Rider
has come!

The GUARDS climb into a treadmill device that opens the gates, but DENETHOR appears from the gatehouse and waves them away. He peers at GANDALF through the crack which has opened in the gates.

GANDALF (shouting)

Open the gates! The Nazgul rides!

GANDALF is close to the gate, and so only inches away from DENETHOR. GANDALF is startled when he hears DENETHOR's voice in his ear.

DENETHOR

The Nazgul is always with us, but dark
indeed is the hour if you have come.

GANDALF is disconcerted and peers through the crack at a narrow sliver of DENETHOR's face. His discomfort is further increased by his anxiety, for the NAZGUL has drawn nearer. He puts on as brave a show as he can.

Despite DENETHOR's proximity he continues in a loud, rhetorical voice.

GANDALF

Hail, Lord of Gondor, Steward of Minas Tirith! I bring glad tidings! Even now, the Riders of Rohan gallop to your aid.

Some of the GUARDS cheer at the news, but DENETHOR's manner subdues them. His mad eye fixes GANDALF through the crack.

DENETHOR

Then Theoden, the old fool, gallops to his death. Wizard, you stole my son. Give him back.

GANDALF (quietly)

That I cannot.

DENETHOR

Then he is dead.

DENETHOR groans, but his face through the crack is strangely lacking in expression. He still gives no sign for the gates to be opened.

GANDALF casts an apprehensive glance at the NAZGUL.

GANDALF

Lord Denethor, this Halfling witnessed brave Boromir's glorious death. Pippin, speak up ...

PIPPIN

Well, ... we were on this raft ...

GANDALF glares at PIPPIN, and jabs him with his finger. PIPPIN understands and changes tack.

PIPPIN

Yes, yes, I stood beside the mighty warrior as he blew the horn ... but no help came, only more Orcs.

DENETHOR's eyes fill with tears. GANDALF is encouraged by PIPPIN's success but is still anxious about the approach of the Nazgul.

DENETHOR

More! Tell more.

GANDALF (unable to contain himself)

Open the gates and you shall hear everything!

DENETHOR

Your cheap tricks have opened the gates.
Let the White Rider and the Halfling pass.

The GUARDS jump on to the treadmill and the gates begin to winch open slowly.

The NAZGUL has drawn closer and comes to a halt. The great cloud of dust behind him begins to settle.

The NAZGUL is mounted on a steed which seems to have no skin. Its live, raw bleeding flesh is exposed. Under the NAZGUL's firm control, the horse quivers, neighs, and snorts in agony.

The NAZGUL calls out in a terrible grating, booming voice. GANDALF is about to enter through the open gates, but turns to listen.

NAZGUL

Come not between the Nazgul and its prey!
Or your flesh shall be devoured and your
mind shrivelled and left naked to the Lid-
less Eye.

The long trail of dust is settling behind the NAZGUL. It reveals hundreds of mounted ORCS, who have been hiding within it. The ORCS charge forward, howling and screaming, galloping madly towards the open gates.

EXT. INSIDE THE GATES DAY/GLOOM

SHADOWFAX, carrying GANDALF and PIPPIN, bolts past the gate into a large square.

The square is surrounded by a great wall of iron and stone in which there are other doors, which open on to the different parts of the city.

The guards are desperately turning the treadmill to close the heavy gates, which slowly start to swing back into place.

But ORC horsemen come crashing through the gates, some smashing into them. The ORCS who get through jump to the ground, and attack the GUARDS on the treadmill. ORC horses run berserk across the square, spreading panic and confusion among the soldiers.

The various doors are being hastily closed to seal off the square from the city.

ORCS throw themselves on to the treadmill, trying to reverse its direction and open the gates again. They seem to be succeeding. The gate stops moving. The GUARDS struggle desperately to keep it turning their way.

GANDALF rides up on SHADOWFAX, his sword drawn. SHADOWFAX rears up and beats the treadmill with his hooves. ORCS are dislodged and his weight helps the treadmill to start turning again. Once again the gates begin to close.

ORCS rush into the gap between the closing gates, jamming them with their bodies. A furious fight ensues to hack and push the bodies away; finally the gates are shut with a clang.

EXT. BATTLEMENTS ABOVE THE GATES DAY/GLOOM

On the battlements above the gates, DENETHOR is slouched against a parapet, oblivious to the struggle below. PIPPIN stands by his side. Below DENETHOR is the great square, its tumult and confusion the background to his anguished face. He glares down at PIPPIN.

DENETHOR

More! Tell me more!

PIPPIN kneels and offers his sword to DENETHOR.

PIPPIN

Lord Denethor, accept the modest services of a Halfling of the Shire.

DENETHOR takes the sword.

DENETHOR

I accept . . .

DENETHOR throws the sword over the battlements.

DENETHOR

... but not your sword, only your tongue
and memory of Boromir.

GANDALF, hot with battle, followed by the CAPTAINS of Minas Tirith,
ascends to the battlements.

GANDALF

Lord Denethor, the first circle of the
city is burning.

DENETHOR's gaze drifts over the city. The outer wall is on fire.
Swarms of ORC bowmen fire clusters of burning arrows over the
battlements.

CAPTAIN

What are your commands, Lord and
Steward? The men are flying from
the walls and leaving them unmanned.

PIPPIN looks out over the battlements, towards Mordor, and sees
upon the plain, endless phalanges of ORCS and TROLLS advancing,
to the beat of drums and screech of trumpets. They push great
machines of war before them.

DENETHOR's gaze is fixed on the burning wall. PIPPIN, in fear,
retreats close to GANDALF.

DENETHOR (shrugs)

Go fight and burn: for burn we must.
(suddenly lashing out) Gandalf, your
hope is to rule in my stead.

GANDALF (softly)

No, Denethor, my hope is that all worthy
things outlast this doom and grow fair,
and bear fruit and flower again in days to
come.

In speaking these words, GANDALF seems to regain his inner light,
and outgazes DENETHOR's demented stare. GANDALF turns to the
captains.

GANDALF

Each one to your place; what more can I
hope or ask? And I shall be where I'm
most needed.

GANDALF and the CAPTAINS, their spirits higher, depart.

DENETHOR smiles and begins to convulse rhythmically, as though struck by invisible blows. Behind them, a huge battering ram is repeatedly pounding at the wall. DENETHOR jerks and winces each time the wall is struck. PIPPIN watches him anxiously.

EXT. THE BURNING WALLS DAY/GLOOM

The battering ram pounds and a breach is forced in the wall. Howling ORCS swarm over the rubble. The populace and the soldiers flee in terror.

INT. THE TOWER DAY/GLOOM

SAM crouches on the same step behind the grille, fevered, a cold sweat covering his pallid face. He holds the Ring in his hand and regards it with a mixture of revulsion and fascination. ORC feet clank on the grille. SAM glances up.

The grille swings open. Five ORCS begin to descend. SAM looks at them, his face quivering, then down at the Ring. His hands tremble as he starts to put the Ring on his finger. The ORCS hold flares which light their faces and their heads seem to float, disembodied, in the darkness.

SAM puts on the Ring. A blinding light erupts all around him. The ORCS approaching SAM contort in agony. Their bodies convulse. They stagger off the steps, plunging on to the rocks below. A dense cacophony assaults SAM's ears.

He forces himself up the steps and through the open grille. As he approaches them, the GUARDS begin to convulse, and look at him blindly. One seems to be rushing at SAM, but hurtles past him and crashes into the rough-surfaced wall. Another throws himself on the ground at SAM's feet, and beats his own face again and again on the flagstones. SAM stumbles over the ORC and falls to the ground, hitting his elbows on the flagstones.

He rises, swaying uncertainly, almost swooning. His skull reverberates with screeching sounds. What he sees is blurred and ill-defined, as if bleached out by the searing light.

SAM makes out the inside of the Tower rising above him. There are no more intervening floors. A ramp spirals up, in endless concentric ever-diminishing circles, disappearing into a pinpoint of light. Leading off from the ramp are arches and passageways which open into chambers and areas of darkness. The construction is ragged and built around natural rock. Between the tiers of the ramp stalactites and stagilmites

have formed. Upon the ramp, ORCS come and go busily.

The ground floor is a rough open space, where weapons are being forged. Sacks of food and supplies are being carried hither and thither. The atmosphere is that of an ant-hill preparing for war.

SAM's effect is startling. ORCS close to him feel a convulsive agony, as though their nervous systems were scalded.

Those further off feel pain and discomfort. They all look in his direction, but their gaze is blank. They are like ironfilings, and SAM the magnet. Each movement of SAM sends repercussions rippling into the corporate body of the frenzied ORCS.

SAM is seen clearly, although he remains dimly lit despite the glowing-white intensity of the light around him.

SAM looks desperately for FRODO but he is nowhere to be seen. He sinks to his knees.

The light above draws his gaze, and as he regards it, it slowly becomes the Eye.

SAM moans with terror. A deep voice echoes through his head over the barrage of sounds.

VOICE

One Ring to rule them all

In a final effort of will, SAM throws himself behind a heap of ORC shields, and wrenches off the Ring. His face drains of blood, and he loses consciousness.

The Tower darkens, and the ORCS are eased of their agony. They resume their work. But orders are passed and a higher echelon of guards winds down the ramp, making a systematic search. SAM remains unconscious.

EXT. INNER CIRCLE OF WALLS MINAS TIRITH NIGHT

DENETHOR and PIPPIN stroll along the top of the wall in a leisurely promenade. PIPPIN is dressed as a court jester, with cap and bells. The clothes do not fit too well, and are blood-stained and full of arrow-holes, suggesting the fate of his predecessor.

Burning arrows and globules of fire fly over their heads. PIPPIN desperately tries to conceal his terror. MEN and WOMEN are engaged in furious combat repelling the ORCS who are scaling the walls with ladders. The MEN throw back against the ORCS their own globules of fire and are furiously ripping apart the damaged battlements, to use the stones as projectiles.

Beyond the inner circle is the outer wall with the great breach in it. The houses and the cultivated land between the two walls is laid in ruin and flames. ORCS are swarming everywhere.

The inner city is now under seige. Globules of fire rain on to the houses. Many fires are blazing.

On one side of DENETHOR, the sounds of a panicking populace, on the other, the beastly howls of the ORCS. He is oblivious to both, and his crazed gaze is cast down at PIPPIN. DENETHOR's arm is around the HOBBIT's shoulder in a fatherly grasp.

PIPPIN

Honest, Lord Denethor, the Hobbit songs are not fit for these times. We sing of nothing more terrible than thunder and rain. These holes ...

PIPPIN indicates his costume. DENETHOR laughs.

DENETHOR

My poor jester.
He caught a few stray arrows fighting at my side. But that was before I heard the blast of Boromir's horn drifting on the wind; that was when I still believed in slaying. Now, perhaps, I believe in being slain.
Now tell me of Boromir, did he fare well with Lady Galadriel.

PIPPIN is about to tell a lie, but he cannot.

PIPPIN

Yes, no ... I fear it was a ... Halfling that she chose.

DENETHOR breaks into mad laughter, which is full of despair.

DENETHOR

... a Halfling!

PIPPIN turns and sees GANDALF on SHADOWFAX galloping along the top of the wall. He rides past them. A few exhausted soldiers find the energy to cheer. GANDALF is galloping towards a point where ORCS with flaming torches are scaling the wall. SOLDIERS flee, their clothes on fire.

The ORCS take mouthfuls from drinking skins, and spurt the liquid out over the torches; and from the mouths of some of the ORCS, spurting flames issue.

GANDALF leaps from SHADOWFAX, and engages the flame-spitting ORCS, toppling many from the wall. SHADOWFAX rears, kicks and neighs at the ORCS. The SOLDIERS are encouraged and rally to GANDALF's aid.

DENETHOR and PIPPIN stroll along the wall towards GANDALF. GANDALF is leaning against the battlements in a state of utter exhaustion. The ORCS have been repulsed. He looks like a frail and beaten old man. He hears PIPPIN's voice and DENETHOR's demented laughter. With an effort, he pulls himself together. DENETHOR is waving a finger at him.

DENETHOR

So the One Ring has been found.

PIPPIN looks guiltily at GANDALF.

DENETHOR

To send it with a witless Halfling into the hands of the Enemy Himself, as you have done, that is madness. To Boromir it should have been entrusted.

PIPPIN (sheepishly)

Is there hope for Frodo?

GANDALF

Never there was much, Pippin, just a fool's hope ... and you, Denethor, tempt me not with madness!
Madness would be a great comfort to me ... Boromir died well, be content.

They exchange looks in silence. A curious lull overtakes them. The air rings with cries of despair and panic and the howls of ORCS. The tumbling pall of smoke and cloud hangs over them, now reddened by the blazing fires of Minas Tirith.

A cock crows, far off, startling PIPPIN from this moment of stillness.

PIPPIN

A cock crows! What omen is that?

DENETHOR and GANDALF, despite their private agonies, laugh at the HOBBIT's inconsequential remark. PIPPIN is embarrassed.

GANDALF

Beyond this world of gloom, the sun
is rising.

They scan the distant horizon, looking for hope, and instead of the cock crowing, a distant horn is heard. GANDALF turns to look across the Pelennor Fields.

GANDALF

The Riders of Rohan!

EXT. THE FIELDS OF PELENNOR DAY/GLOOM

A great wave of the RIDERS of Rohan gallops across the plain, THEODEN at their head. The RIDER next to THEODEN is blowing a long melodious line on his horn.

EOMER is leading another host of RIDERS. A horn cries out in answer to the other.

The horn next to THEODEN signals again, and all the RIDERS break from a fast gallop, into a synchronised parade-like canter. Their lances are at the ready, swords are drawn. Their armour glitters. From a distance, they present thousands of points of light shimmering and moving. They ride on at a regular, if not sinister canter towards the breach in the outer walls of Minas Tirith.

EXT. INNER WALLS DAY/GLOOM

The SOLDIERS of the Minas Tirith cheer wildly from the battlements as they watch THEODEN's force of cavalry galloping towards the breach and ORCS fleeing before them. They also see EOMER'S MEN charging toward the distant concentration of Mordor forces, cutting in behind them.

High on the battlements, GANDALF stands, waving his sword.

GANDALF

Men of Minas Tirith!
To the breach!

He jumps over the battlements onto an ORC - scaling a ladder. His feet crash through the rungs and he plunges into the ORCS. He directs the fall of the two poles of the ladder on to the terrified ORCS. Sword in hand, he flings himself at them. The SOLDIERS dazzled by his example and encouraged by the arrival of the RIDERS of Rohan, fling themselves after him with renewed vigour, and swarm down upon the ORCS.

EXT. THE SQUARE INSIDE THE GATES, MINAS TIRITH
DAY/GLOOM

Cries of joy run like waves across the city.

The doors which give onto the great square of Minas Tirith are flung open. The people of Minas Tirith flood the square. The Main Gate is open. The people pour out, exultant, light-headed from the rigours and privations of the long siege.

CIVILIANS and WOMEN as well as SOLDIERS swell the ranks bearing any kind of weapon that comes to hand. They are ragged and dirty, the fires have blackened their faces. The SOLDIERS have not shaved for days. Many of them are weak from lack of food. It is an undisciplined rabble that empties out of the garrison city on to the Pelennor Fields. The ORCS flee before this crazy onslaught.

EXT. OUTSIDE THE BREACH DAY/GLOOM

THEODEN and his men charge the breach. The ORCS retreat in front of them rushing in all directions, piling up against each other in increasing numbers.

ORCS are pouring out of the breach, driven back by GANDALF and his followers.

Behind them other ORCS stumble over each other as THEODEN presses them back into a solid wall of quarrelling, swarming, hysterical ORCS. The ORCS in front, prodded by those behind, leap out at the RIDERS in manic sorties. The ORCS pile up in front of them, and the RIDERS are brought to a halt.

EXT. PELENNOR FIELDS DAY/GLOOM

Meanwhile, EOMER's company sweeps in a wide arc, cutting a path through ORC encampments and then driving in towards the breach from another angle. EOMER uses the open spaces to keep up his pace, turning and charging in zig-zags.

EXT. OUTSIDE THE BREACH DAY/GLOOM

THEODEN's men have now dismounted and turned their horses so that their rears face into the ORCS. The hindquarters of their horses are armoured.

They walk backwards, kicking their hooves. Between the horses, the RIDERS thrust their lances. Only THEODEN and his CAPTAINS remain mounted, directing their troops.

From inside the wall of ORCS, mounted URUKS emerge. A URUK captain armed with a lance breaks through the line of horses. THEODEN starts off towards him. The KING hurls his sword at the URUK RIDER. The sword whirls through the air, and flies into the URUK. He falls to the ground; but rises again, the sword sticking out of his chest. He wails painfully, and staggers away. The wall of ORCS opens up and re-absorbs him. The cheers of the RIDERS mix with the agonized wail of the URUK.

EXT. PELENNOR FIELDS DAY/GLOOM

The wail of the URUK is answered and echoed with increasing hysterical intensity by swarming bands of ORCS and TROLLS deployed all over the Pelennor Fields. Responding to the cry, the NAZGUL appears, galloping madly across the plain on his skinned horse.

EXT. OUTSIDE THE BREACH DAY/GLOOM

Armed with a quivering lance, the NAZGUL charges towards the rear of the wall of ORCS emitting a terrifying vibrato wail. The ORCS open up and he thunders between them galloping directly at THEODEN. At the sudden apparition of the NAZGUL, the horses of the RIDERS of Rohan go berserk. They rear, and bolt away. Among the RIDERS there is confusion and panic.

THEODEN bravely spurs his horse towards the NAZGUL. His sword is gone. He draws a pathetically small dagger which he waves at his foe. The NAZGUL's lance pierces THEODEN's chest and passes through his back. He is jostled to the ground, landing on his feet. Grasping the long lance, he pivots around, swinging the end of the lance into the hind legs of the NAZGUL's horse. The horse stumbles and NAZGUL is thrown to the ground.

He gets to his feet and drawing his sword, moves toward THEODEN's body, which is now sprawled out on the ground, the great lance impaled in his chest. One of the RIDERS spurs his horse up to THEODEN. MERRY is sitting before him on the saddle. The NAZGUL jeers and wails. The horse rears in fear. The RIDER jumps to the ground, while MERRY topples off.

The RIDER confronts the NAZGUL, who advances menacingly. The RIDER calls out in a voice trembling with emotion. MERRY is terrified, but manages to draw his blade.

RIDER

Begone, foul lord of carrion!
Leave the dead in peace!

The RIDER charges the NAZGUL. The NAZGUL strikes a mighty blow. The sword arm of the RIDER drops in agony.

MERRY jumps recklessly at the NAZGUL, who slashes at him with his sword.

MERRY gets under the blow, which just catches his thigh, cutting deep. MERRY is right up against the NAZGUL, and thrusts his dagger into the NAZGUL's knee, in a joint in his armour.

Meanwhile, the RIDER, dropping his sword, catches it with the other hand, and drives it at the NAZGUL, lunging the sword into him. The NAZGUL shudders with convulsions. He crashes to the ground, breaking into the components of his empty armour, from which dark fumes rise.

The NAZGUL's horse has risen from the ground, and gallops in berserk circles; it comes up to the fuming remnants of the NAZGUL, picks up the empty helmet in its mouth and heads off towards Mordor.

MERRY and the RIDER have fallen to the ground, lifeless.

GANDALF, followed by the MEN of Minas Tirith, is fighting his way towards the breach, from the other side of the wall. ORCS pour out, only to be confronted by the RIDERS of Rohan whose CAPTAINS have rallied their men and formed a circle of horsemen, with the kicking rear of horses facing the enemy.

THEODEN is dying. Above him, stands the HORNBEARER, blowing a plaintive dirge. MERRY, wounded and dazed, looks across at the RIDER, his companion. The face is deadly white, the eyes are glazed. The RIDER's helmet is dislodged, and locks of hair show through. MERRY crawls over to the RIDER and removes the helmet. Long blonde hair cascades out. It is EOWYN, daughter of THEODEN.

MERRY

I should have guessed.

MERRY sobs and cries. His head sways as if he is about to faint. The wound on his thigh darkens. He begins to undress her cold, stiff body, removing the thick leather armour. Her beautiful body is revealed. A terrible wound disfigures her arm. The RIDERS cry out in wonder and despair at the sight of EOWYN.

A RIDER

It is our Lady Eowyn,
She rode in disguise with the hero
Halfling.

At this MERRY looks up, his head sways, he slumps to the ground. His consciousness fades.

MERRY

See to the lady . . .

A RIDER begins to clean MERRY's darkening wound, but the other RIDERS are too much in awe to approach EOWYN.

The last glimmer of life drains out of THEODEN. The HORNBLOWER blows the same plaintive dirge.

Over the mounds of rubble at the breach, GANDALF and his followers appear. Some of the RIDERS cheer but are barely heard over the sorrowful cries of their companions, the howling of ORCS, and the moaning of the WOUNDED.

GANDALF, followed by DENETHOR and PIPPIN, walks into the circle of RIDERS. DENETHOR drags the crown behind him, hanging on a leash from his belt. PIPPIN runs to MERRY's side. GANDALF kneels beside THEODEN, and gently lifts up the KING's head, caressing his brow. Froth bubbles at his mouth, his face is grey. Above the horn call, DENETHOR's crazy ranting is heard.

DENETHOR

Our blood is rotting and we fall into a
deeper dream of terror . . . The Dark
Lord will snatch our bodies and we
shall linger at the edge of life and become
his accursed Wraiths. Gandalf! Surely
you can heal us of the Black Shadow . . .

He lies down beside THEODEN, and grotesquely goes through the motions of dying although he has suffered no wound.

GANDALF does not answer DENETHOR's provocation. The distant din of high pitch bugle calls has caught his attention. He rushes off, drawing his sword, his cloak billowing.

The HORNBLOWER continues his dirge of distress.

MERRY's eyes half-open. He sees PIPPIN, and smiles. He talks as if in a danze.

MERRY

Hello, Pippin, I am a hero!

PIPPIN

... and I am a jester, Merry.

MERRY

Heroes and jesters are equals in the Shire, aren't they? We shouldn't forget the dear old Shire.

EXT. OUTSIDE THE GATES OF MINAS TIRITH AND PELENNOR
FIELDS DAY/GLOOM

Shrill, piercing bugle calls, obsessively repeated announce the advance of a great horde of ORCS, who come pouring over the knolls. The ORCS that were fleeing before the CITIZENS of Minas Tirith turn about and join their fellows in thrusting towards the wall. Great TROLL-ORCS whip the air with red banners bearing the black 'Evil Eye'.

ORC TRUMPETEERS precede the implacable onslaught, writhing frantically to squeeze out every ounce of breath into each trumpet blast.

An ORC TRUMPETEER is struck by arrows. Blood gushes out of the trumpet, and rains upon the ORCS. This whips them into a lustful frenzy. They break into a run.

The whole horde of ORCS - a massive front - is running towards the walls. At this sight, the SOLDIERS and CITIZENS are suddenly sobered from their sword-happy interlude. They flee towards the gates.

The gates are jammed by the CITIZENS who are now seized by panic. The GUARDS of the gate attempt to organize an orderly retreat.

The great horde of ORCS squashes the PEOPLE against the wall, reducing them to a confused phalanx, six to eight men deep, which extends from the breach to well beyond the Gates.

The onslaught of the ORCS is murderous. The PEOPLE in the back of the phalanx are squashed and battered against the wall, and trampled and suffocated. But the first rows put up a furious fight against the ORCS.

The first fighting line of the phalanx of Minas Tirith is made up of a chaotic succession of regular SOLDIERS such as ARCHERS, PIKEMEN and SWORDSMEN, and sections of the populace of Minas Tirith. Among these are the BEE CULTIVATORS, dressed entirely in leather, with wicker masks, and bees swarming around their gloved hands; BLACK-SMITHS with leather aprons and long-handled hammers; FARMERS

with an array of pitchforks and spikes; WOMEN, some pregnant, some nursing, clad in armour improvised from kitchen ware. The PEOPLE have hoisted improvised, colourful banners, while the SOLDIERS fly their regular flags.

The CHILDREN, the OLD and the INFIRM are on the walls, hurtling down pieces of the battlements on to the ORCS.

Through this throng of humanity, GANDALF wades, trying to organise the MEN into a formal phalanx to resist the onslaught, and to retreat in an orderly way.

EXT. OUTSIDE THE BREACH DAY/GLOOM

EOMER gallops into the circle of horsemen; he leaps from his mount and lands at THEODEN's side.

EOMER

Father ... father ...

DENETHOR is writhing on the ground ranting crazily.

DENETHOR

My son ... my son ... The Dark Lord took him, and soon he will take us all, pluck us all from these vain efforts of war.

PIPPIN cradles MERRY in his arms.

MERRY

Death! All this death! Pippin, how is death in the Shire? I can't remember.

PIPPIN strains to remember.

PIPPIN

Death in the Shire? Do Hobbits die?
... oh yes, remember Sam's great-uncle?

MERRY nods.

PIPPIN

... he became over-ripe and fell out from being there, into fire-side stories.

MERRY swoons away, but with a smile on his face.

EOMER's head is buried in his father's chest. THEODEN stirs, and his hand drifts feebly to his head. His trembling fingers draw the crown from his wispy white hair and drop it weakly on to EOMER's head. Then he dies in a spasm.

EOMER rises. The RIDERS cheer, while tears run down their cheeks.

RIDERS

Hail, Eomer, King of Rohan.

EOMER leaps on to his horse. His tears give way to anger as he acknowledges the homage of the RIDERS.

EXT. BATTLEMENTS OF MINAS TIRITH DAY/GLOOM

A clamour of horrified cries rises from the walls. Far to the right, winding across a hillock, and approaching Minas Tirith is a monstrous snake - perhaps a hundred yards long. CHILDREN scream and the ELDERS fall to their knees in despair.

EXT. THE GATES DAY/GLOOM

A shudder of horror trembles through the PEOPLE of Minas Tirith. GANDALF is at the Gates organizing the retreat. The ORCS react to the calls of despair with brutish joy. GANDALF rears up on SHADOWFAX. He is perplexed by the sight of the SNAKE.

EXT. OUTSIDE THE BREACH DAY/GLOOM

EOMER is standing on his saddle watching the snake move through the ORC encampments and his own troops responding to it with dismay. He drops down into his saddle, his face flushed and reckless. He calls out to his men.

EOMER

Before we drown in a sea of Orcs,
let the Riders of Rohan slay this
monster snake and avenge the death of our
King.

His MEN rally as he rides into the ORCS. His ferocity opens a path and the RIDERS break through the ORC lines. The ORCS pile up in front of the RIDERS and press in from the sides. The RIDERS hack and swashbuckle a way through, their progress growing ever slower. Some of the RIDERS are forced to dismount, and they use their horses to kick at the enemy.

But they are closer to the SNAKE now as it twists ever nearer. It seems that EOMER will not break through. The ORCS have brought the RIDERS to a standstill.

Suddenly, the SNAKE disintegrates. It breaks up into sections, each part living and moving. The enormous head collapses, and out of it breaks a great white banner with a tree embossed on it.

The SNAKE was made of warriors, their shields painted and held over their heads forming the stripes and shape of a snake. As the SNAKE disintegrates, the WARRIORS run cheering to EOMER's aide. EOMER can scarcely believe his eyes. Despair becomes elation. The ORCS are forced to turn from the RIDERS as they are attacked from behind.

EOMER

No hope was our last hope.

INT. THE TOWER DAY/GLOOM

Search parties are ransacking the tower. SAM awakes under the shields to see ORC feet trampling all around him. They turn over shields and throw them to one side. SAM takes the Ring again and prepares to put it on. A shield is dislodged, and SAM is revealed, pointing the Ring at the ORC standing above him. The ORC convulses and lashes out his arms, accidentally hitting a companion in the face. A fight starts, vicious and noisy; others join in or try to separate the protagonists.

SAM takes advantage of the distraction. He crawls away between the legs of a fighting ORC. He makes for the ramp and, keeping in the shadows, creeps up it.

All around and below he can see ORCS searching, violently tearing at sacks, smashing open anything that might conceal a Hobbit.

Further up the spiralling ramp, SAM notices a lot of activity in one archway. Important-looking ORCS come and go and a sentry guards it. From the shadows, he looks around, not knowing how to get to it without being seen. He glances distastefully at the Ring and shakes his head.

Just then, two ORCS come hurrying up the ramp, carrying armour for a great Troll-Orc. As they pass, SAM jumps under the armour and runs along concealed beneath it.

As he goes up, SAM sees a FIGURE, cloaked and hooded, who is walking urgently down the ramp, towards the 'important' arch. Two ORCS follow him, one carrying the helmet which belonged to the slain NAZGUL. In SAM's eyes the figure is unmistakably GANDALF.

Gandalf! SAM (to himself)

The FIGURE stands in front of the 'important' arch. The guard is unlocking the door. Elated, SAM walks out from beneath the shield and up to the FIGURE. SAM's face falls when he catches a glimpse of his face. He realises he is standing in the midst of ORCS; he falls to the ground.

One of the ORCS carrying the armour suddenly sees SAM just in front of him. He blinks in disbelief. He looks again and SAM is gone. SAM is on the floor, at the feet of the white-cloaked FIGURE; he has no resort but to scuttle under the cloak. The door is flung open, the FIGURE enters.

INT. TORTURE CHAMBER DAY/GLOOM

The FIGURE walks into the chamber. It is windowless and rigged with torture devices. SAM crawls out from beneath the trailing cloak, and squeezes himself into a corner.

He sees FRODO lying on a slab, naked. An ORC is fitting over his head the NAZGUL's helmet. There are rusty clamps on it, and he slowly and with difficulty screws these down until they bite into FRODO's cheeks and forehead, holding his eyes wide open. FRODO moans and arches his back from the pain.

SAM is horrified. He dares not stir. The FIGURE is given FRODO's clothes by the other ORC. He searches through them, but obviously does not find what he is looking for. Without a word he leaves, FRODO's clothes over his arm.

An ORC remains behind to guard FRODO. He bends over to examine FRODO's face. Using all his strength, he gives the clamps an extra turn.

EXT. PELENNOR FIELDS DAY/GLOOM

The back of a great ORC obstructs the view. An axe blade, cleaves the ORC assunder. The two halves splay open, revealing GIMLI. An ORC throws himself through the two halves of the cloven ORC, but is shot dead by an arrow released by LEGOLAS. Between LEGOLAS and GIMLI comes ARAGORN, wielding the Sword-that-was-Broken in either hand. Above him, on the great white banner, ripples the white tree of Elendil.

ARAGON, LEGOLAS and GIMLI cut a path through the enemy. In front of them, EOMER appears, forcing his horse amongst and over the ORCS, as if riding through wild eddies of water.

EOMER jumps from his horse, hands outstretched to embrace ARAGORN, who is followed by a strange army. They are a bizarre collection; DWARVES, wielding axes; Tree-Elf BOWMEN, dressed in leaves and feathers; tall lean RANGERS, with two-handed swords. But most startling of all, the RISEN DEAD, dressed in bleached-white clothing, their faces blanched, their hair silver. Beyond fear, they pitch themselves at the ORCS, smiling radiantly.

ARAGORN bends his knee before EOMER, who wears the crown of Rohan.

EOMER

You come none too soon, my friend.
Much loss and sorrow has befallen us.

ARAGORN

Let us avenge all sorrow before we
speak of it. To Minas Tirith!

ARAGORN rises up. EOMER turns his RIDERS and the two GROUPS march together towards the Breach.

EXT. THE WALLS DAY/GLOOM

From the walls, the CHILDREN and ELDERS cheer wildly.

CHEERERS

Aragorn! Aragorn! The mighty Ranger
is come!

EXT. THE BREACH DAY/GLOOM

Battle-weary, but radiant, ARAGORN enters the circle where lie the dying and the dead. EOMER, LEGOLAS and GIMLI follow him. GANDALF strides forward to welcome them.

Disbelief and elation show on their faces at the sight of GANDALF.

GANDALF

We meet, Aragorn, beneath the banner
of your ancestors.

ARAGORN

Beyond all hope you have returned to
us in our need.

They embrace each other, overwhelmed with emotion. PIPPIN comes up to them, still attired as a jester, his eyes swollen with tears.

PIPPIN

Hello, Friends of the Fellowship.
 Our Gandalf! Remember how he fell
 into the bottomless pit and that great
 light came up? Well, all those fireworks
 he kept hidden in his cloak ... they exploded.
 When we met him again he was all frizzled.

Everybody laughs, but GANDALF is slightly taken aback. PIPPIN
 takes ARAGORN's hand and pulls him towards MERRY.

LEGOLAS and GIMLI take in the sight of the city of Minas Tirith.
 They seem a bit disappointed.

GIMLI

Some good stone work there, but also
 some less than good ...

LEGOLAS

No trees ... no gardens ... no birds ...

ARAGORN stands over MERRY: he draws the two halves of his
 sword and thrusts them into the ground. With loving concern, he kneels
 beside MERRY and takes him in his arms.

GANDALF (to Aragorn)

The Black Shadow is upon him.

ARAGORN

Merry! Merry! Wake up!

MERRY is still as death. ARAGORN embraces MERRY tightly,
 and kisses him on his brow. He holds him for a long moment.

ARAGORN

Wake up, I say. It is Aragorn.

MERRY stirs. PIPPIN cries out joyfully. Faint delirious words
 come from DENETHOR.

DENETHOR

The hands of the healer, are the hands
 of a King.

At which, GANDALF, who stands above them, breaks into song in a
 deep voice.

GANDALF

From the ashes a fire shall be woken,
 A light from the shadows shall spring.

MERRY stirs again. His eyelids open, it seems that he looks up at ARAGORN.

MERRY

I'm hungry. Aragorn ...! How ...?

ARAGORN

There is no time for travellers tales.

ARAGORN rises, while PIPPIN helps MERRY to his feet. The others are amazed and awed. ARAGORN looks down at DENETHOR.

PIPPIN

The Lord Denethor. He hasn't been himself lately.

ARAGORN kneels by him, and takes him in his arms. The others watch in tense silence. Far off, the battle rages on.

ARAGORN

Lord Denethor, Boromir is my blood brother.

DENETHOR

... blood ...

ARAGORN goes to embrace him. DENETHOR has a dagger in his hand. Unseen by all, he points his dagger at his own heart. ARAGORN embraces him, and in doing so, his chest pushes the dagger into DENETHOR's breast. ARAGORN rises and quickly pulls out the blade, but too late. GANDALF takes DENETHOR in his arms.

GANDALF

His despair was too strong. Even for the power that now rises in you, Aragorn.

ARAGORN sees the lifeless body of EOWYN. He takes her in his arms.

GANDALF rises trance-like and rips the banner of Elendil from its mast.

ARAGORN summons all his strength, and grasps EOWYN's body tightly to his. The onlookers are deadly silent. EOWYN does not stir. ARAGORN spreads out her arms, and covers her with his body. He presses his palms on her palms, his legs on her. After a moment, she moans, and her body writhes, trapped under ARAGORN's great weight.

When he feels her stir, he rises, lifting her with him, enfolding her in his arms, pressing her mouth and body to his.

GANDALF folds the banner, as if performing a ritual.

ARAGORN releases her mouth, and she sucks in a breath, gasping. He looks into her face, enraptured by her pale beauty. ARAGORN whispers to her in a low voice.

ARAGORN

My breath I give you, Lady Eowyn.
My life I give you.
By the ache of exile, I draw out your ache.
By the long nights I have lain alone,
I call you back to me.

She stirs. Her eyes flutter open for a second, but she fades again. ARAGORN grasps her, and kisses her with passion and intensity.

GANDALF dips the banner, now tightly folded, into the blood of DENETHOR. The blood soaks into the white cloth.

EOWYN floats out of her deep coma, and looks into ARAGORN's sad, loving eyes. Her face flushes with colour, as the greyness fades. She smiles. They look into each other's eyes, with love.

GANDALF unfurls the banner with a sweeping gesture. On the white flag is a beautiful mandala in blood, radiating from the centre of the white tree. It is as though the bare tree had burst into blossom.

GANDALF holds it above ARAGORN and EOWYN as a canopy. The two embrace as the great banner billows about them. GANDALF calls out in exultation.

GANDALF

The hands of the healer are the hands
of the King! The King has returned to
Gondor!

Wild cheers break out. From the walls, the CHILDREN and the ELDERS burst into a chant.

CHILDREN & ELDERS

Aragorn King! Eowyn Queen!

Above the chant, GANDALF can be heard, continuing his song in a deep resonant voice.

GANDALF

"From the ashes a fire shall be woken
A light from the shadow shall spring ...

PIPPIN's excited voice is heard.

PIPPIN

The sword! Look, look!

GANDALF (Cont. singing)

"Renewed shall be blade that was broken:
The crownless again shall be King."

The two broken ends of ARAGORN's sword are glowing with incandescence. The make-shift handle of one half is burning to ashes while the ground into which the other half is plunged, is scorched and smouldering. All eyes turn upon it. ARAGORN kneels by the sword.

EOWYN, still weak but radiant, stands leaning against MERRY.

ARAGORN lifts the two halves of sword above his head bringing the incandescent parts together, and immediately they fuse.

He rises, holding the immense sword by its handle with his two hands, and swings it through the air. The wild cheering and jubilation augments. From the walls a chorale rises up.

ELDERS

Renewed shall be the Sword-that-was-broken
The crownless again shall be King.

CHILDREN

Aragorn King! Eowyn Queen!

ARAGORN swings the mighty sword above his head, in great triumphal arcs. Then he turns, as if struck by horror and despair.

ARAGORN

Where is Frodo? What of Frodo?

INT. TORTURE CHAMBER DAY/GLOOM

SAM has climbed up on a stretching rack that is fixed to one wall. He leaps down from it - Sting held out in front of him, like a gull diving for a herring. The GUARD is turned facing FRODO and Sting drives down into his back. SAM lands with the sword between his legs and his feet on the GUARD's shoulder. The ORC turns his head and

looks up at SAM with an expression of surprise, then sinks down dead.

SAM pulls out the blade and goes to FRODO who is still in a swoon. He examines the helmet with distaste and begins to unscrew the clamps, which are on the point of perforating the skin. The helmet comes loose and he throws it to one side.

FRODO stirs. SAM strokes his forehead and calls to him.

SAM

Master! Master Frodo, it's me.

FRODO's eyes are still wide open. There is a distant strained look about him; his skin is taut and translucent. He fixes SAM with a cold scrutiny that makes SAM shudder.

SAM

Master, please. It's Sam. You remember. Sam Gamgee. The Shire, Mr Bilbo, Merry, Pippin, Gandalf, Galadriel.

The words penetrate FRODO's mind and he struggles to recognise them. His eyes are open, but glazed and unseeing.

FRODO (weakly)

The Ring! For the master! For Sauron!

SAM

Don't let them make you one of them, Mr Frodo.

And SAM's tears begin to flow. He bends down and takes FRODO in his arms. This, more than any words or devices, brings FRODO to himself again ... he blinks.

At first he is cold and limp but gradually he begins to cry and finally he clutches hold of SAM and their tears mingle.

FRODO

Is it you, Sam? Is it really you? Not another trick?

SAM

No, Master. It's your Sam.

FRODO

I've been on a terrible journey. They've broken something inside me, Sam, that'll never be mended.

FRODO falls limp again in SAM's arms and swoons away. SAM strokes his brow and pulls out his water bottle. He puts it to FRODO's lips. He comes to and drinks a little, then falls asleep, this time more peacefully, lying in SAM's arms. SAM looks nervously at the door and manages to get hold of Sting in his free hand.

EXT. OUTER WALLS OF MINAS TIRITH DAY/GLOOM

The forces of Minas Tirith have retreated inside the city and once more it is laid under seige. The Gates are closed and the breach in the outer wall has been rebuilt. The battering ram has been incorporated and faces outward defiantly.

The ORCS are dragging up engines of war; rams, huge catapults, scaling ladders. One catapult shoots ORCS over the walls, bat-like wings breaking their fall. Another catapult uses the heads of dead MEN and ORCS as ammunition, terrorising the populace.

EOMER and the surviving RIDERS patrol between the walls, galloping up and down, destroying ORCS that manage to scale the outer wall or arrive on kite-wings.

On the outer wall, the ARCHERS pour arrows into the wave upon wave of ORCS that sweep up to the walls. The SOLDIERS of Minas Tirith are firmer and steadier now, fighting with greater discipline and tenacity.

Dominating the outer wall is the regal figure of ARAGORN, now resplendent in the red and silver cloak of the King. On his head is the gold crown of Gondor, in his hand, The Sword -- Reforged. He stands alone, engaged in combat with a horde of ORCS that have scaled onto a section of the wall.

Further along the wall, GANDALF surveys the Pelennor Fields as the never ending ORC hordes march down from the Gates of Mordor. At his side are MERRY and PIPPIN. They are watching ARAGORN with open admiration.

MERRY

Who would have thought that our nice old Ranger would turn out to be a king.

PIPPIN

The Dark Lord himself would tremble if he could see him now.

GANDALF looks down sharply at MERRY and PIPPIN and then he follows their gaze to the mighty ARAGORN.

GANDALF

Mm, if Sauron could see mighty Aragorn, he would surely believe he bore the Ring of Power (now he addresses the Hobbits) ... A trick to gain time for Frodo, if time is what he needs. To win by arms is far beyond our power ... (soliloquising) ... Power! Sauron weighs all things to a nicety in the scales of his malice. But the only measure he knows is desire, desire for power. We shall be the bait, let folly be our cloak ...!

INT. TORTURE CHAMBER DAY/GLOOM

Supported by SAM, FRODO is getting dressed in the clothes which belonged to the dead ORC, who lies naked on the floor. FRODO is still very pale and shaky.

SAM

Are you feeling more yourself now, Master?

FRODO (smiles wanly)

Well, I'm not feeling like somebody else any more.

Out of habit his hand drifts to his chest. He feels for the Ring. It is gone. A deep agonised moan escapes him.

FRODO

They've taken everything, Sam ... everything.

SAM

Not everything, Master Frodo. I ... I took that particular thing and kept it safe. It's round my neck now and a terrible burden it is.

FRODO looks up unable to believe his ears.

FRODO

You've got it? You've got it ... here?

SAM nods and fumbles with his tunic, pulling out the Ring. FRODO's face lights up with joy, but when he sees the Ring his expression changes to one of lust and avarice.

FRODO

Give it to me, you thief! It's mine!

He snatches the Ring and clasps it against his chest.

SAM

All right, Master. But be careful.
It's got very powerful in here and heavy
to bear.

For a moment they face each other belligerently.
Then FRODO recovers, and embraces SAM.

FRODO

Oh Sam, what have I said? Forgive me.

SAM

I understand. That's all right, Master.
We have to get out of here. And I think
that little fellow is our only hope.

He points sheepishly at the Ring which is back on FRODO's neck.
FRODO looks up at SAM and nods agreement.

EXT. THE GATES OF MINAS TIRITH DAY/GLOOM

The Gates are open and from them comes a magnificent spectacle. ARAGORN, King of Gondor, strides forth, his sword held high, his head bearing the crown, his armour shimmering. By his side is his queen, EOWYN, her golden hair flowing, silver armour following the contours of her body and breasts. Then come GIMLI, LEGOLAS, GANDALF, MERRY and PIPPIN, all in fine regalia; followed by the greatest warriors of Gondor, and also TREE ELVES, DWARVES, and the RISEN DEAD. They bear the white banner of Elendil with the blood-blossomed tree flaming from it. Flanking them, and driving a path through the enemy is EOMER and the RIDERS of ROHAN. Their flags fly proudly, too. A small brass band brings up the rear and it strikes up a brave tune, making as much noise as it can.

The gates close behind the chosen party. Cheers ring from the battlements. In front, the ORCS are building up and challenging ARAGORN's advance. EOMER and his RIDERS circle the group, galloping round and around, creating a protective ring, a mobile no-man's-land. The strange and beautiful group advances through the sea of ORCS, walking straight for Mordor.

INT. TORTURE CHAMBER DAY/GLOOM

SAM and FRODO stand poised behind the door of the cell. FRODO is dressed in an assortment of clothes, some from the ORC, some from SAM. He has Sting now and SAM has the curved short-sword belonging to the ORC.

Footsteps and the drawing of bolts are heard. SAM glances back at the stone slab on which they have arranged the dead ORC - not looking much like FRODO.

The door opens and two ORCS enter. They tower over the HOBBITS. SAM and FRODO swing their swords and crack them across the shins. The ORCS double up, and as they do, the HOBBITS dash out of the door. They close it and bolt it.

INT. THE TOWER DAY/GLOOM

They creep out of the archway onto the ramp of the open well of the tower.

They start to work their way down, keeping to the inside shadows. But they are quickly spotted.

ORCS on the ramp on the far side give chase, running round and down. Stealth no longer being a virtue, the HOBBITS scamper down. Hundreds of ORCS on the floor of the Tower look up excitedly and some start up the ramp. The HOBBITS are trapped. Their pursuers close up from behind.

SAM
Quick! The Ring!

FRODO fumbles for it and loses his footing in doing so. He slips off the ramp, but clings onto the edge, then loses his grip. He slides down onto a stalactite which hangs from the underside of the ramp. He hugs it. The stalactite is slimy and transparent.

SAM leans over the ramp attempting to grasp FRODO.

The ORCS lean out from the tier of the ramp below waiting to catch FRODO when he falls. His hands, clasping the stalagmite attempt to slip on the Ring. But each attempt weakens the grip, and FRODO slides further down. FRODO can see his hands distorted and enlarged through the transparent stalactite. The Ring looks enormous.

SAM
Master, Master ... put it on!

FRODO attempts to slip on the Ring. But he slowly slides down, his hands clawing into the slimy smooth rock. Finally he falls. He is caught by the ORCS below. They hoist FRODO above their heads in triumph and run down the ramp on to the open floor.

SAM, clutching to save FRODO, loses his balance, and falls ...

EXT. THE GATES OF MORDOR DAY/GLOOM

The band surges into a climactic fanfare. A signal from GANDALF's staff brings the music to a sudden unexpected stop. A deadly silence ensues.

Only the Gloom is heard, above, tumbling and churning like soft thunder.

The chosen group stands at an arrow's pitch from the enormous gates of Mordor, shaped like open jaws. An endless wall winds away to the horizon in either direction. All around the CHOSEN, ORCS stand waiting, silent.

Between the Gates and the group is an empty space.

ARAGORN stands a few paces in front of the others, his armour gleaming. He holds the Sword's handle with his two hands, at the height of his chin, while the point of the blade rests on the ground at his feet. Above him ripples the great banner of the Tree-in-Blossom.

GANDALF walks to ARAGORN's side, and breaks the silence. His voice booms out towards Gates.

GANDALF

The King of Gondor has returned!
King Aragorn, heir of Elendil,
Aragorn-the-Arrogant, demands that
Sauron come forth and atone for his
evils.

Silence reigns. Then the Gates hinge open, without a sound. Noiselessly, two hideous black horses, with flames burning in the sockets of their eyes and nostrils, draw out a black chariot, upon which is the great emblem of the Evil Eye.

The Companions hold their weapons ready. The chariot draws closer, and comes to a halt at ten paces from GANDALF.

A FIGURE descends from the chariot. A gasp of disbelief goes up. The FIGURE is the spitting image of GANDALF. His cloak is white, but it shimmers with threads of many colours. A cobra is coiled around his staff.

PIPPIN (whispering)

Like him, yet

MERRY (whispering)

... unlike him.

GANDALF and the FIGURE are face to face, glaring into each other's eyes. The FIGURE's voice is low and melodious, its sound an echantment.

FIGURE

I am the Mouth of Sauron.

GANDALF

Saruman! Don't you remembering your name! Is such the power of the Dark Lord over you? We meet again, Saruman of many colours.

SARUMAN

Of many colours. And many powers!

As he talks, SARUMAN sways his staff hypnotically. The cobra rears, ready to strike. All eyes are fixed upon the snake. It seems as though it will strike at GANDALF.

But instead, it strikes SARUMAN, sinking its fangs into his leg under the cloak. The snake falls to the ground, writhing in the dust, and in a convulsive spasm, it dies.

SARUMAN laughs. GANDALF points at the snake.

GANDALF

Saruman, I am the snake about to strike!

SARUMAN

I am the staff that crushes the snake!

GANDALF

I am the fire that burns the staff to ashes!

SARUMAN

I am the cloudburst that quenches the fire!

GANDALF

I am the well that traps the waters!

For a second SARUMAN hesitates, unable to continue the contest.

SARUMAN

I am . . . Just words, old fool.

GANDALF

But words are a part of everything, as water, seeds, and blood. Saruman, I say to you, 'the King has returned'.

SARUMAN

It takes more to make a King than armour
and elvish polish and a rabble such as this.

ARAGORN has remained aloof, throughout. At SARUMAN's words, he pivots slightly, his great Sword sending a blinding glint into SARUMAN's eyes. SARUMAN squints and averts his face.

GANDALF

Aragorn the king wields a power which
Sauron has lost, and has not found.

SARUMAN (panicky)

I spit on your Ring-Bearer.

He spits towards ARAGORN. The hunchback, WORMTONGUE jumps out of the chariot laughing vindictively. He bears an effigy dressed in FRODO's clothes. Its base is a spiked pole which he thrusts into the ground. The CHOSEN are aghast. They cry out unable to conceal their anguish.

ARAGORN (booming out)

Silence!

Nobody moves or talks. SARUMAN points gloatingly at the effigy.

SARUMAN

I see he was dear to you ... Was his errand
one that you hoped would not fail?

SARUMAN laughs. GANDALF feigns sincerity.

GANDALF

Frodo is dead! Our little spy in the
vast and terrible land of Mordor.

SARUMAN

That little brat from the rat hole of
the Sh ... shire ...

SARUMAN begins to stutter and cannot continue.

INT. THE TOWER DAY/GLOOM

A teeming throng of ORCS is turned towards a central point where FRODO should be, but is not. Instead the centre is like a nest of angry serpents. The ORCS smash against each other, tear, rent and scratch: a howling holocaust of misery.

To one side, under the ramp, stalagmites jut upwards. ORCS that have fallen from the ramp are impaled on their angry points. SAM is impaled on one of them as a result of his fall, but surprisingly his eyes open slowly and a grin comes on his face. He looks across at the ORCS.

SAM (to himself)

He did it; he put it on!

SAM slides down from the stalagmite revealing that its point has been truncated. He had been balancing on the flat edge as though the missing point had pierced him.

SAM stalks between the stalagmites and the rotting bodies of ORCS. He moves into the throng, crawling between the legs of the ORCS.

EXT. THE GATES OF MORDOR DAY/GLOOM

SARUMAN trembles and struggles to conceal his loss of power. His jaw is slack and strangled sounds come from his mouth as he tries to speak. He turns slowly and looks back in the direction of the Tower.

GANDALF and ARAGORN exchange looks.

GANDALF (whispers)

Dare we hope?

INT. THE TOWER DAY/GLOOM

SAM fights his way through to the centre of the maelstrom of ORCS. Feeling a terrible dread, he looks up. The light floods down from above and is resolving into the shape of the Eye.

SAM

Frodo! Take it off, Master!

FRODO appears at SAM's side. His face is twisted in agony, his fingers claw his own flesh. Immediately he collapses into SAM's arms.

As soon as the Ring is taken off, the ORCS calm down and they spot the two HOBBITS, even though SAM has desperately tried to drag FRODO away. The ORCS approach them, a little wary.

SAM takes the Ring and swings it round on the long chain, trying to create a circle of inviolability. The ORCS shun it, feeling pain when they get too close. But they press in, pushed from the back, anger rising, like sharks building up courage to strike.

SAM looks down anxiously at FRODO, who begins to stir back into life. The Eye gets brighter. The ORCS scream and charge. SAM slips on the Ring. The ORCS close at hand go crashing into each other and are thrown into spasms. The raging confusion begins again. FRODO is held by the invisible SAM. The violent chaos spreads through the Tower. The light burns brighter.

EXT. THE GATES OF MORDOR DAY/GLOOM

SARUMAN makes a supreme effort to recover from the spasm that has betrayed him. He attempts to speak.

SARUMAN

... Sau ... Ron ...

Again the words catch in his throat. His arm works convulsively and he sinks to his knees, like a man suffering from a stroke.

The COMPANIONS cheer. They start to surge forward, brandishing their weapons. GANDALF, however, watches SARUMAN acutely and signals they they should hold back.

But LEGOLAS and GIMLI dart forward and snatch the effigy of FRODO from under the noses of SARUMAN'S GUARDS. They hold it high up and run back into their own ranks. Great cheers greet it and a chant starts up.

VOICES

Frodo lives! Frodo lives!

INT. THE TOWER DAY/GLOOM

FRODO is recovered and warding off ORCS with Sting. The confusion is even greater. The light from above fades, then intensifies, then fades again. SAM reappears, pulling off the Ring. He swings the Ring around, attempting to drive off the ORCS, but FRODO snatches it wildly from him. Their own struggle with the Ring whips the ORCS into greater frenzy and confusion.

Together they make a way through the massed ORCS. FRODO slips on the Ring for a moment, then SAM, then FRODO.

The light of the Eye suddenly reappears with burning intensity. Its force seems to calm the ORCS. They gradually become frozen and look up at the Eye as though awaiting instructions.

FRODO is struck down by the force exerted by the Eye. He falls to the ground. SAM shakes with fear. They crawl painfully towards the wall and the opening in it.

FRODO (faintly)
It's burning me. I'm melting inside.

SAM
The door! Not far now, master.

The light grows even stronger, bleaching everything into a white translucency.

FRODO wraps his arms around his head. SAM holds his knees tightly against his eye sockets; his body rolled into a ball. Blindly they stagger and roll and finally crash into the wall as they grope for the door.

The ORCS are all perfectly still now, looking upwards into the searing Eye. Suddenly, there is a great roar from the ORCS. They burst into activity.

EXT. THE GATES OF MORDOR DAY/GLOOM

SARUMAN rises up, his power recovered.

SARUMAN
The mouth of Sauron opens!

It is a signal. The great chariot bearing SARUMAN splits into two parts as the horses drawing it gallop in opposite directions. The canopy behind SARUMAN with the insignia of the Eye, tears apart. A company of horse is revealed; great, black horses, masked and blind against the light. Huge URUK WARRIORS are mounted on them bearing barbed lances.

Behind them come a band of GIANT-MEN, also blind, bearing spiked clubs. These creatures wear harness and are driven by ORCS with whips. They swing their clubs in great arcs as they lumber forward. Hundreds of ORCS vomit out of the jaws of Mordor in their wake.

EXT. TOWER DAY/GLOOM

SAM and FRODO crawl and stumble through the door. The frenzied ORCS gather weapons and rush towards it.

SAM and FRODO find themselves on the ragged rocks outside the Tower. Mount Doom looms above them, the Gloom rising out of its cone.

A river of ORCS gushes out of the door in the wake of SAM and FRODO. They hurtle down towards the Gates of Mordor. A few ORCS break away from the main contingent, fanning out across the land and slopes of Mount Doom.

SAM and FRODO scamper down the ragged rocks, dodging the ORC patrols. The HOBBITS crouch into the rocks for shelter. They have escaped the Tower. Only the open mountain lies before them.

EXT. THE GATES OF MORDOR DAY/GLOOM

The battle is joined. The CHOSEN make up a long line and take the full impact of the forces issuing from Mordor. ARAGORN's power is awesome. He holds one flank alone, rotating The-Sword-Reforged around his head, cutting swathes through the enemy.

GANDALF is on the other flank employing a mixture of conventional swordsmanship with his Elf-sword, and wizard tricks. Stabs of lightning fly off his oscillating staff. At his mysterious behest, some of the GIANT-MEN turn their clubs against their ORC masters.

At the centre are the others - LEGOLAS, GIMLI, MERRY, PIPPIN, EOMER, EOWYN, supported by the CHOSEN. Two bearers hold high the effigy of FRODO.

They fight bravely and fiercely but are pushed back by the overwhelming odds. They retreat in an orderly way, leaving many of their comrades killed and wounded. But they take a heavy toll of ORCS.

EXT. SLOPES OF MOUNT DOOM DAY/GLOOM

SAM and FRODO clamber wearily up the ever-steeper slopes. Their hands and legs are lacerated by the jagged rocks. The ground is loose and shifting and they keep losing their footholds and slipping down, forced to grab the sharp points of rock that grow like prickles on the back of the mountain.

FRODO has thrown off most of the ORC clothes. He is naked above the waist, and the Ring swings free. SAM still carries the frying-pan and other implements, but he stops and loosens his belt. He throws his pack to the ground.

SAM

We shan't be doing much cooking.
Might as well travel light.

He keeps his water bottle, however, and offers it to FRODO who has a glazed, distracted look. FRODO drinks, having to turn it upside down to find water.

FRODO

Is this the last, Sam?

SAM nods. FRODO hands it back. SAM rummages in his pocket. He pulls out a broken Lembas.

SAM

Here, Master, look what I found in my pocket. Eat!

FRODO shakes his head, refusing it. He looks back. Below is the tower. Above it, FRODO sees the Eye appear. It searches the land, seeking, probing, and turns its gaze towards him. He twists his head away, keeping his eyes down.

FRODO

I have no hunger, Sam. Nothing is left of me, no taste of food, no memory of tree or flower, no sound of wind.

SAM looks at him with deep concern, for FRODO is transformed. He has grown thin and gaunt, hardly a Hobbit any more.

SAM

That's how I felt, Master, with the Ring on.

FRODO

On or off makes little difference now. On or off.

FRODO drifts into a kind of reverie. A thin smile crosses his face.

FRODO

I think I know how Gollum felt. Poor Gollum.

SAM

We should go on now, Mr Frodo.

But FRODO scans the landscape, still shading his eyes from the sight of the Tower. SAM follows his gaze down to the Gates of Mordor.

They see the forces of Mordor flowing out of the gates like a river - brown and grey in colour. The ORCS move forward inexorably and from all sides press against a much smaller force which stands out as a patch of vivid colour.

Far beyond, the fortress city of Minas Tirith is under siege, flame and smoke curl up from the battlements.

FRODO

Too late, we come too late.

SAM takes FRODO gently by the shoulders and turns him away. He coaxes him up towards the summit.

SAM

Keep going, Mr Frodo. Keep trying.

EXT. GATES OF MORDOR

DAY/GLOOM

GANDALF and ARAGORN fight to keep open a line of retreat, but sheer weight of numbers beats them.

Two bearers keep the effigy of FRODO raised up and GIMLI and LEGOLAS defend it. A determined bunch of ORCS attack them. GIMLI's axe swings, cruel and crude; LEGOLAS is a nimble and graceful swordsman. He wields a slender blade but it works devastatingly. The DWARF and ELF work beautifully as a team - GIMLI doing the heavy work of destruction, LEGOLAS dancing from side to side, quick to see and avert fresh dangers, protecting his friend. But they too are forced to retreat.

One of the bearers of the effigy is struck with a lance and FRODO's likeness topples forward. The ORCS go wild, cutting and slashing at it. The head is half-severed, a sword is driven through the heart. It crashes to the ground ...

EXT. SLOPES OF MOUNT DOOM NEAR THE SUMMIT DAY/GLOOM

... FRODO collapses. He falls to the ground and slithers down the hill, loose rocks tumbling over him. SAM goes back and crouches beside him.

SAM

Nearly there, Master. A few more paces.

FRODO, half-conscious, tries to crawl up the steep slope, but slips back further than he climbs. SAM pulls him, but is deeply exhausted himself. SAM looks down the slope. Groups of ORCS are climbing the mountain side. They search and probe as they go.

SAM

The Orcs, Master. They're looking for us.

FRODO looks about him feverishly. He speaks quietly, coaxingly, again shading his eyes from the Tower.

FRODO

I know you're there. Come on out,
Gollum, old friend.

SAM looks around nervously but can see nothing.
But a sound is heard which might be GOLLUM hissing. SAM turns
back to look at the sad sight of his master lying helpless in the loose rock.

SAM

Let me bear it a little way for you,
Mr Frodo.

A wild light comes into FRODO's eyes.

FRODO

S-stand away! It's mine!

The angry moment quickly passes and FRODO manages a smile of
apology.

FRODO

You can't help me in that way again,
Sam. If you tried to take it I should
go mad.

SAM

Well, if I can't carry it, I can carry
you, Master.

And with that, SAM collects FRODO's limp form into his arms and
starts up the mountain again. SAM looks back towards the gates of
Mordor.

SAM

Look there, Master. They're not beaten
yet, and nor are we.

SAM sees that the CHOSEN are now completely surrounded and trapped
inside the huge ORC army. They are obviously doomed. However, they
have formed a ring and this thin circle of bright colour holds yet against
the enemy.

EXT. BELOW THE GATES OF MORDOR DAY/GLOOM

The ring of the CHOSEN gradually shrinks. They fight on as wave upon
wave of ORCS confront them. GANDALF and ARAGORN are side by
side now; defeat shows in their eyes. EOWYN fights next to ARAGORN.

GANDALF

Against all reason, my bones believed
that Frodo somehow ... would ...

He is cut off by the need to fight a fresh assault and soon swept out
of ARAGORN's earshot.

MERRY and PIPPIN are fighting side by side, flanked by GIMLI and
LEGOLAS.

MERRY

I think we're losing.

PIPPIN

I suppose that means poor Frodo and
Sam have perished.

MERRY

I don't think adventures are nearly
as good as people make out.

PIPPIN

I'd like to have seen the Shire again,
just once ...

The fighting sweeps them apart and they can just yell out to each other
from time to time.

MERRY

... lie on the river-bank ...

PIPPIN

... smoke a pipe ...

MERRY

... fresh bread ...

PIPPIN

... fried mushrooms ...

MERRY

... feather bed ...

And they disappear in the fierce meleé.

EXT. THE SUMMIT AND CRATER OF MOUNT DOOM DAY/GLOOM

FRODO is on his feet but SAM is still half-carrying him. The way is
grey and ashen, sulphurous vapours rise from the pitted rock over

which they travel. Ahead, up a steep incline is the crater of the volcano. A heat haze rises from the cone and becomes the Gloom.

They move painfully, slowly. Behind them the slopes are crawling with ORCS but they are still some way off. FRODO slumps to the ground again as though dragged down by the weight of the Ring.

He begins to crawl. The long chain about his neck reaches to the ground. The Ring is dragged across the rock. A strange thing happens. The rocks seem to tremble. They watch the Ring with fear and fascination. It rumbles as it drags across the rocks. SAM looks up.

SAM

Nearly there, Master.

FRODO follows his eye. The crater is just ahead. They can hear the roar of the deep fires. SAM looks back. The ORC patrols are closer. He turns to FRODO and clasps his arm.

SAM

What do you have to do, Mr Frodo?

FRODO

Just throw it into the fire that made it, that's all.

Unaccountably, FRODO begins to sob. They are both crawling now, at the very end of their tether.

SAM is struck by a sudden blow which throws him down. He looks up and GOLLUM is upon him. SAM gets in a kick and pushes him over. They struggle.

GOLLUM

Wicked masters. Mustn't hurt
Precious - 'gollum'.

FRODO watches the struggle. GOLLUM has become as thin as they are from his endless suffering quest.

FRODO

I was expecting you, Gollum.
I thought you'd be in at the end.

GOLLUM breaks free of SAM and hobbles over to FRODO. He clutches weakly at FRODO, but FRODO is weaker still and cannot evade him. GOLLUM pulls FRODO to the ground and grabs for the Ring.

GOLLUM

Give it to usss! It's ours!
Thief! Please, Master

The threat to the Ring brings a sudden charge of power into FRODO. He protects it with one hand and pushes GOLLUM away with the other.

FRODO

Don't touch it. You . . . you Gollum!
I am Frodo, Lord of the Ring!

GOLLUM backs away, terror in his eyes, but behind the terror burns the eternal longing, the insatiable lust for the Ring. FRODO starts to move forward again. GOLLUM clutches at his legs, holding him back.

GOLLUM

Please, Master. If Precious goes,
we'll die too!

SAM, mustering his strength, staggers over to FRODO and GOLLUM. He tries to break GOLLUM's grip on FRODO's legs. He strains with all his might. GOLLUM hangs on, whimpering. At last, his grip breaks.

SAM

Go on, Master. I'll hold him here.

FRODO drags himself on, towards the precipitous edge of the crater. GOLLUM struggles with SAM, but they are both so exhausted that their movements are slow, languorous almost.

As the Ring gets closer to the brink the rumblings of the earth increase. SAM hangs on desperately. They are bathed in the red glow of the fires.

SAM

Quick, master, dō it. I can't hold him
much longer.

A deeper tremor shakes them all. The Eye appears, turning from the battle. It grows larger and fixes on the crater. FRODO cries out in agony, but he inches on towards the edge.

Another tremor, stronger still. FRODO gets to his feet. He stands on the edge. He slowly takes the chain from his neck. He holds it quite still for a moment. The flames leap up as though to greet the Ring, and FRODO is silhouetted against them. The Ring hangs from his hand, the tiny band spinning on the end of the slender chain. FRODO turns to SAM.

FRODO

I have come. But I do not choose to do
what I came to do. The Ring is mine.

He sets the Ring upon his finger, and disappears.

SAM cries out and is hurled back by the impact of a great rending
of the Earth. The Eye grows to a blinding intensity.

EXT. BELOW THE GATES OF MORDOR DAY/GLOOM

As the earth shakes and Mount Doom rumbles, the forces of MORDOR
cease fighting. They turn to look up at the Mountain. GANDALF,
ARAGORN and the CHOSEN fighting a bitter last stand, are stunned
by this sudden pause. They too look up at the mountain. Hope lights
up in GANDALF's face.

EXT. MORDOR AND THE GATES DAY/GLOOM

The ORCS on the battlefield and those patrolling Mordor, suddenly
burst into action. They race frantically up the mountain-side.
Screaming and moaning, they run on towards the crater. Many
throw away their weapons to gain speed. Some of the MEN of Minas
Tirith, grasped by an insatiable urge, rush off, racing the ORCS.

EXT. CRATER MOUNT DOOM DAY/GLOOM

GOLLUM finds a last ounce of energy and tears free from SAM's tired
hands.

He runs up the slope to the edge of the crater. He gropes this way
and that, then seizes the invisible FRODO.

SAM crawls desperately over the erupting ground to try and help.

GOLLUM fights his unseen foe with a mad fury on the edge of the abyss.
To and fro he sways, sometimes teetering on the brink, then drawing
back.

GOLLUM draws up his clasped hands to his mouth. His fangs gleam
as he bites at something. FRODO gives a cry and reappears, falling
to his knees at the chasm's edge.

GOLLUM, dancing crazily, holds aloft the Ring, a finger still thrust
within its circle.

GOLLUM

Precious! My Precious!
Oh my Precious!

GOLLUM looks up adoringly at the Ring. He steps back too far and finds himself teetering on the brink. He wavers for a moment and then with a shriek, plunges into the abyss. Out of the depths comes his diminishing cry.

GOLLUM

Precious ... precious ... precious.

GOLLUM plunges into the molten lava.

There is a great roar. Flames leap up out of the inside of the crater, high into the sky. They burn into the great pall of Gloom.

SAM stumbles forward and drags FRODO away from the edge; blood trickles from his bitten-off finger. FRODO is suddenly calm and aloof. He holds up the finger which isn't. SAM drags him away.

EXT. MOUNT DOOM AND MORDOR DAY

The lands of Mordor quake and rend apart.

The Great Tower of Sauron crumbles at its foundations and falls in ruins.

The fire from the volcano reaches high into the Gloom. The flames spread wildly across the sky. The Gloom burns out, and disappears. The sun shines through. It is a beautiful summer's afternoon. The earthquake subsides, all is calm.

On both sides, weapons are thrown down; all thought of war is gone, all heart for fighting lost.

The ORCS, rather like snakes, shed their scaled skins of armour, revealing themselves to have disgusting white slug-like skin, but rather human. The RISEN DEAD stretch with relief in the sun and fade from sight.

FRODO and SAM come stumbling, falling, loping down the mountainside toward the MEN and ORCS below. Cheers and shouts and tears of joy mingle with a great fanfare of triumphant music.

SAM holds up FRODO's four-fingered hand, acknowledging the cheers.

A path opens up in the ragged ranks of MEN and ORCS through which comes ARAGORN, crowned and glorious. In his train are the CHOSEN with MERRY and PIPPIN carrying the effigy of Frodo.

MEN and ORCS pick up abandoned swords and beat them on discarded shields. The wild cheers transform into a rhythmic hosanna, with chants and counter-chants.

MEN AND ORCS
Hail Frodo! Lord of the Ring
Hail Frodo! Lord of the Nine Fingers

As ARAGORN comes through the crowd toward Frodo, he is acknowledged too.

MEN AND ORCS
Hail Aragorn, King of Men and Orcs Repented!

MERRY and PIPPIN breaks away from the others and run ahead to greet SAM and FRODO. The HOBBITS hug each other and shed their tears. FRODO is slightly detached, but allows them to hoist him onto their shoulders. This is the signal for a fresh wave of cheers.

They start down toward ARAGORN and the others. The weight of FRODO increases their pace and finally they are running, almost in a free fall.

CROWD
Hail Frodo! Lord of the Ring!

They stagger down until suddenly FRODO finds he has fallen into GANDALF's arms. GANDALF is beaming and crying at the same time.

GANDALF
You did it! You ... you ... you Hobbit!

FRODO forces a smile, still not able to respond fully.

FRODO
I thought you were dead ... but then I
thought I was dead ... many times.

GANDALF, holding FRODO aloft, starts down the slope, the others following.

ARAGORN takes FRODO and embraces him, then lifts him on to his shoulders.

As they go down toward the Gates of Mordor, FRODO is passed from hand to hand - GIMLI, LEGOLAS, EOWYN, EOMER all take their turn.

The ORC TRUMPETERS and the HORNBLOWERS of ROHAN join in the triumphant, circus-like music, and the exultant MEN and ORCS follow

on, cavorting wildly.

FRODO walks hand in hand with ARAGORN who is radiant with light and majesty. MERRY and PIPPIN again bear the effigy of Frodo. As they walk, they pull out the blades and arrows that have pierced it. FRODO glances at it over his shoulder, reminded of his own hurts. MERRY and PIPPIN take FRODO's clothes from the effigy and pass them to SAM who gives them a hasty dusting before helping FRODO into them. FRODO walks on; allowing SAM to dress him.

The naked effigy is now passed over the heads of the crowd. A sea of hands stretch to touch it, to tear a fragment from it. It passes rapidly across the crowd, disintegrating, until nothing is left of it. Accompanying this, a chant begins.

CROWD

Frodo lives! Frodo lives!

EXT. THE GATES OF MORDOR DAY

They walk through the Gates of Mordor. The cheers and triumphant music continues. GIMLI looks disparagingly at the terrible, grimacing jaws of stone of which the Gates are made. With a master stroke, he strikes one corner of the mouth, transforming half of the face into a smile. Now the Gates are like the Greek mask of comi-tragedy. Many stop to admire and discuss GIMLI's work, but he slings his axe across his shoulder and walks off, leaving them to it. The crowd argues about the enigmatic stone face, forgetting FRODO.

EXT. OUTSIDE THE GATES OF MINAS TIRITH DAY

FRODO, SAM and GANDALF walk on through the crowd, with GIMLI and LEGOLAS following on.

Celebrations continue. The various military bands are now stationary, but still playing, and around them groups of men and women dance and sing. Stalls have been set up and people are trading. Legless veterans beg by the wayside.

ARAGORN sits on an improvised throne on a raised platform. EOWYN is at his side. They are surrounded and pressed upon by citizens with petitions and complaints. Scrolls are thrust forward as people clamour for a hearing. ARAGORN reads a parchment, using a glass, as he seems a little long-sighted. PIPPIN, the Jester, and MERRY, acting as page-in-waiting to EOWYN, yawn with boredom.

FRODO, SAM and GRANDALF pass this scene trying to catch the eye of their former comrades, but ARAGORN is much too involved. However,

MERRY and PIPPIN see them and wave, shrugging their shoulders to indicate that they are helplessly caught inside the crowd of litigators.

FRODO, SAM and GANDALF, with GIMLI and LEGOLAS behind, cross the Pelennor Fields, the crowd thinning as they move on unnoticed. The battlefield is scattered with the debris of war, but already a horse and plough is at work, making furrows in the scorched and barren soil. A flock of crows follows the blade, cawing and swooping. It is SHADOWFAX that pulls the plough.

As they trudge on, they pass a desultory group of MEN and ORCS gathered around an old man in a cloak. He is squatting on the ground playing the sleight-of-hand game of the cups and the pea. He has three helmets instead of cups and he uses a marble -- or is it an eye-ball? The man glances up with an apologetic smile. It is SARUMAN. GANDALF shakes his head, despairing of SARUMAN.

EXT. MIDDLE EARTH, VARIOUS DAY

The little party walks on. They pass the withered tree under which BOROMIR was buried. The tree has burst into red blossom. They look at it distractedly, and pass on. LEGOLAS and GIMLI follow, pausing for a moment to shed a tear over the grave, but when they look up at the blossom, they smile happily.

They have come to the road that leads down to the Shire.

FRODO

... I can't, dear Sam. I have been pierced
by blade, sting and tooth ... I can't

SAM covers his ears; he will not listen. He turns to hide his face, distraught. GANDALF ruffles SAM's hair affectionately. SAM walks away, down the road by the waterfall toward the valley of the beloved Shire.

From below a crowd of HOBBITS with banners of welcome come up to meet him. SAM's buxom GIRLFRIEND runs ahead and embraces him.

FRODO averts his face sadly from this scene. He walks slowly on, humming "the road goes ever on and on ..."

GANDALF fumbles in the pockets of his souled white cloak and produces a crumpled firework. He lights it and throws it in the air above the HOBBITS. It splutters and fails to light. GANDALF shrugs ruefully, and walks on.

They are strung out now -- first FRODO, then GANDALF, then GIMLI and LEGOLAS.

EXT. SAND DUNES DAY

Standing in the dunes is the slender figure of ARWEN, her dress and hair undulating in the breeze. She sees FRODO and beckons him on. She turns and is hidden again by the dunes.

EXT. BEACH AND SEA DAY

The sound of waves and the call of gulls.

FRODO and GANDALF cross the wet shimmering sand. A small sailing boat lies at anchor. They head towards it. Behind them GIMLI and LEGOLAS appear from the sand dunes. They stop to take in the sight of the sea.

LEGOLAS

The Sea! At last I behold it. Wailing voices spoke of it -- in dreams. It was the gulls ...

GIMLI picks up a shell, inspects it, puts it to his ear.

GIMLI

Of stone, yet alive. Listen Legolas, it will remind you of the elms.

LEGOLAS listens to the shell. They look up.

FRODO and GANDALF have waded into the sea and are being helped aboard the little vessel. LEGOLAS shades his eyes. He can see several figures in the craft: GALADRIEL, ELROND, BILBO and ARWEN. The boat is cluttered with ancient tomes, mysterious alchemical objects, beautiful cloth, and dried fish. They greet the newcomers with smiles and gentle embraces. Their lips move but LEGOLAS cannot hear what they say.

LEGOLAS

And so the last of the fair people depart ... forever.

They look at each other disconsolately. GIMLI indicates their surroundings, the beach.

GIMLI

Let us stay here. 'Tis neither cave nor forest ...

LEGOLAS nods contented agreement.

LEGOLAS

It is not quite leaving,
nor is it yet remaining,
for a beach is between,
like the twilight.

GIMLI

Men may need others than Men.

GIMLI looks out to Sea. The little craft moves away. He squints but cannot make out FRODO or GANDALF. He cups his hand to his ear. Immediately, he hears GANDALF's voice.

GANDALF'S VOICE

Across the ocean, I shall talk less
and laugh more.

But it is a Hobbit's laugh that comes tinkling over the sound of the waves, and it belongs unmistakably to FRODO. He laughs happily and the others join him. A rainbow arcs up from the water beyond the little craft.

LEGOLAS

Look! Only seven colours. Indeed
the world is failing ...

The tiny vessel sails on, a smudge on the glistening sea.

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